

MARVEL®



# X-FACTOR™

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APPROVED  
BY THE  
COMICS  
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AUTHORITY







LOUISE SIMONSON WRITER WALTER SIMONSON PENCILS BOB WIACEK INKER JOE ROSEN LETTERER PETRA SCOTese COLORIST BOB HARRAS EDITOR JIM SHOOTER EDITOR IN CHIEF

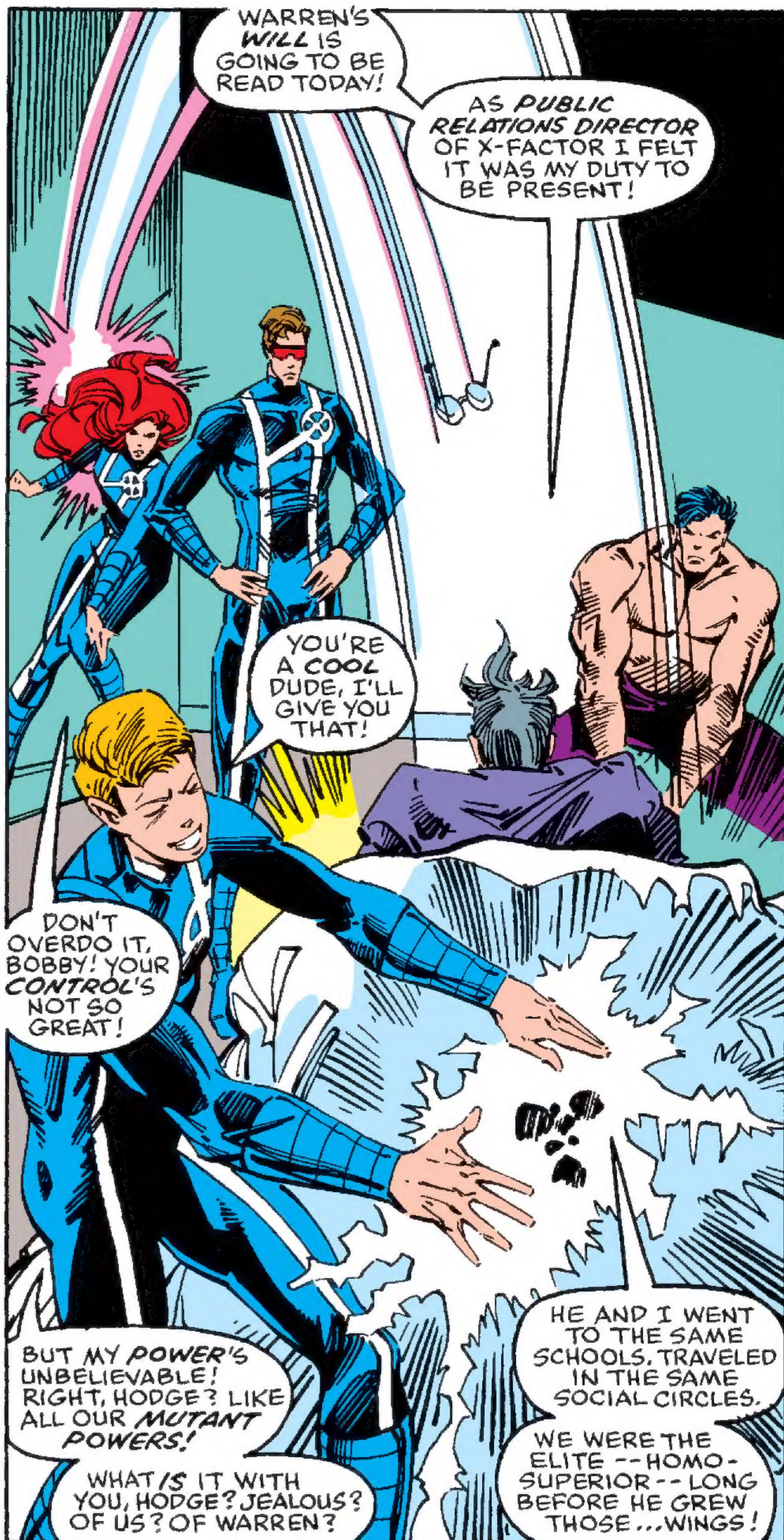




HE'S TOO HEAVY FOR YOU, HANK! YOU'RE SICK! YOU SHOULD BE IN BED!

WITH THAT SLIME OOZING AROUND THE CORRIDORS? CUT THE TELEKINETICS, JEANIE! GIVE HIM TO ME!

WHAT'RE YOU DOING HERE, HODGE?



WARREN'S WILL IS GOING TO BE READ TODAY!

AS PUBLIC RELATIONS DIRECTOR OF X-FACTOR I FELT IT WAS MY DUTY TO BE PRESENT!

YOU'RE A COOL DUDE, I'LL GIVE YOU THAT!

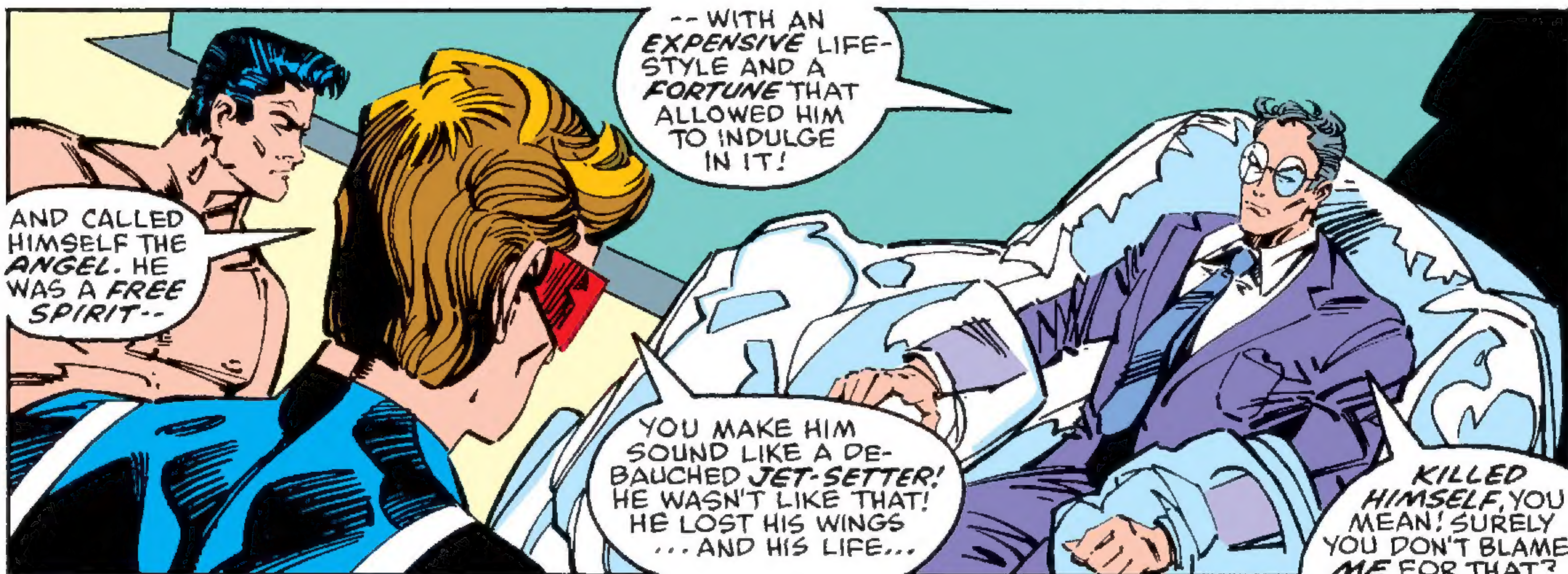
DON'T OVERDO IT, BOBBY! YOUR CONTROL'S NOT SO GREAT!

BUT MY POWER'S UNBELIEVABLE! RIGHT, HODGE? LIKE ALL OUR MUTANT POWERS!

WHAT IS IT WITH YOU, HODGE? JEALOUS? OF US? OF WARREN?

HE AND I WENT TO THE SAME SCHOOLS. TRAVELED IN THE SAME SOCIAL CIRCLES.

WE WERE THE ELITE -- HOMO-SUPERIOR -- LONG BEFORE HE GREW THOSE ... WINGS!



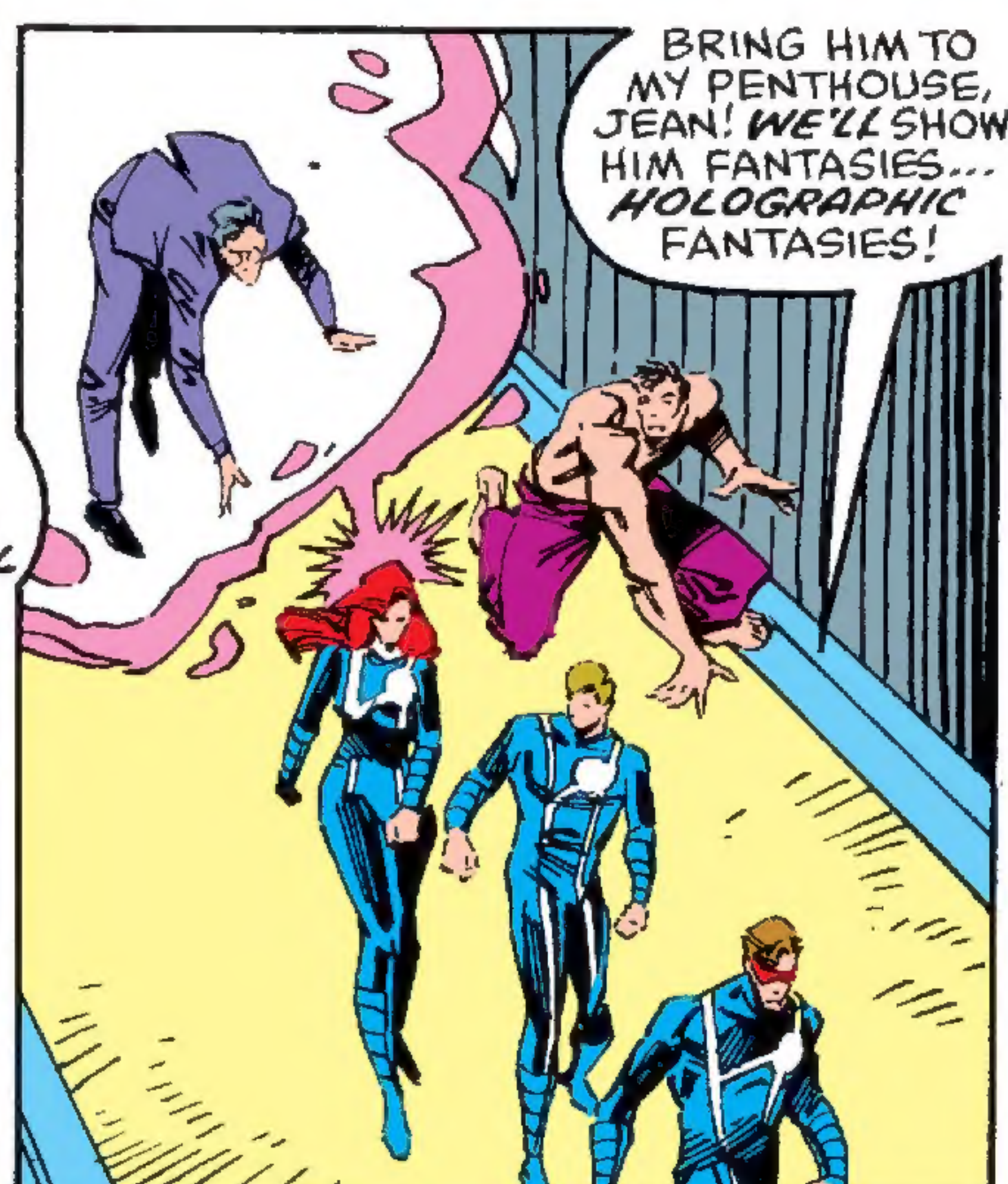
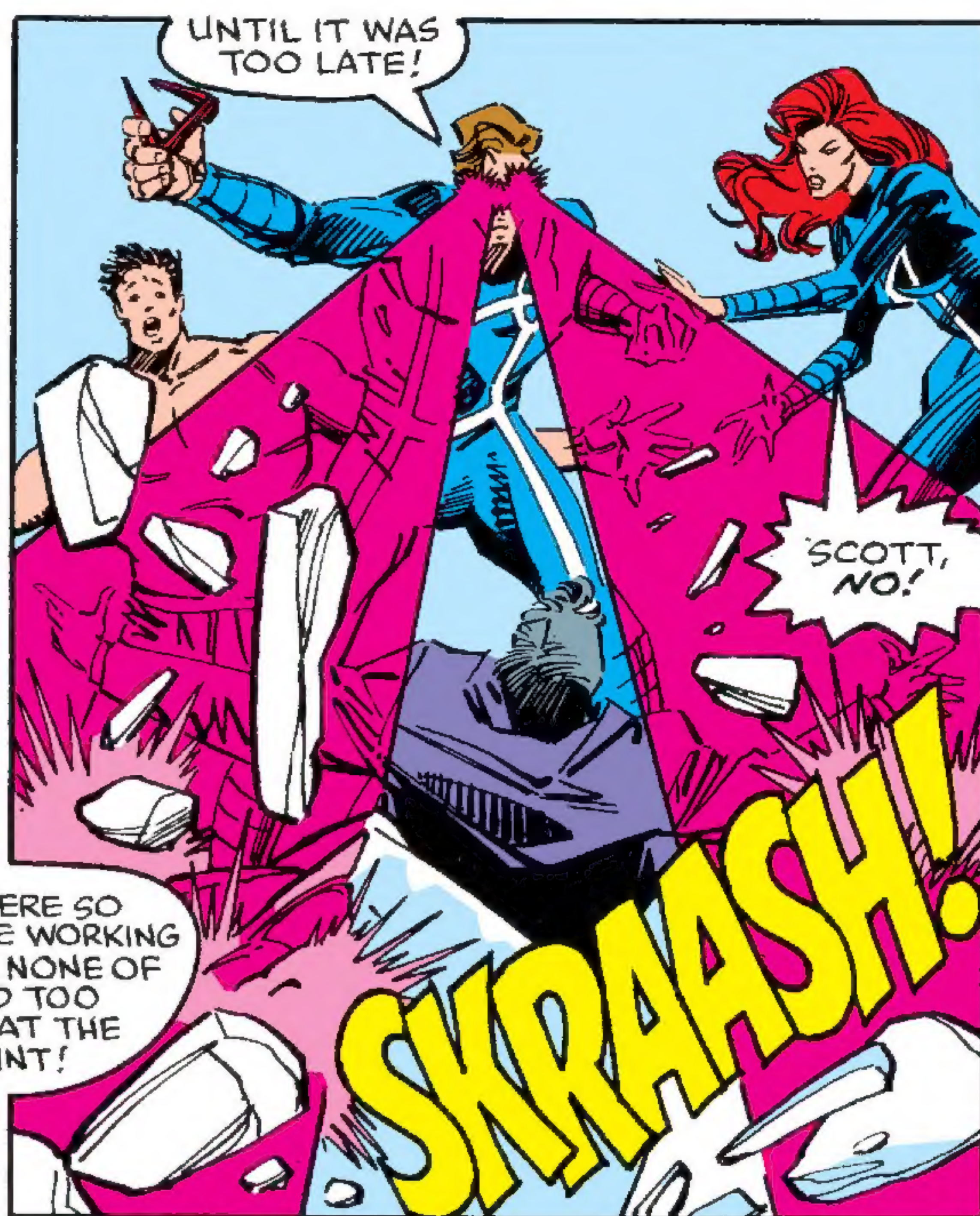
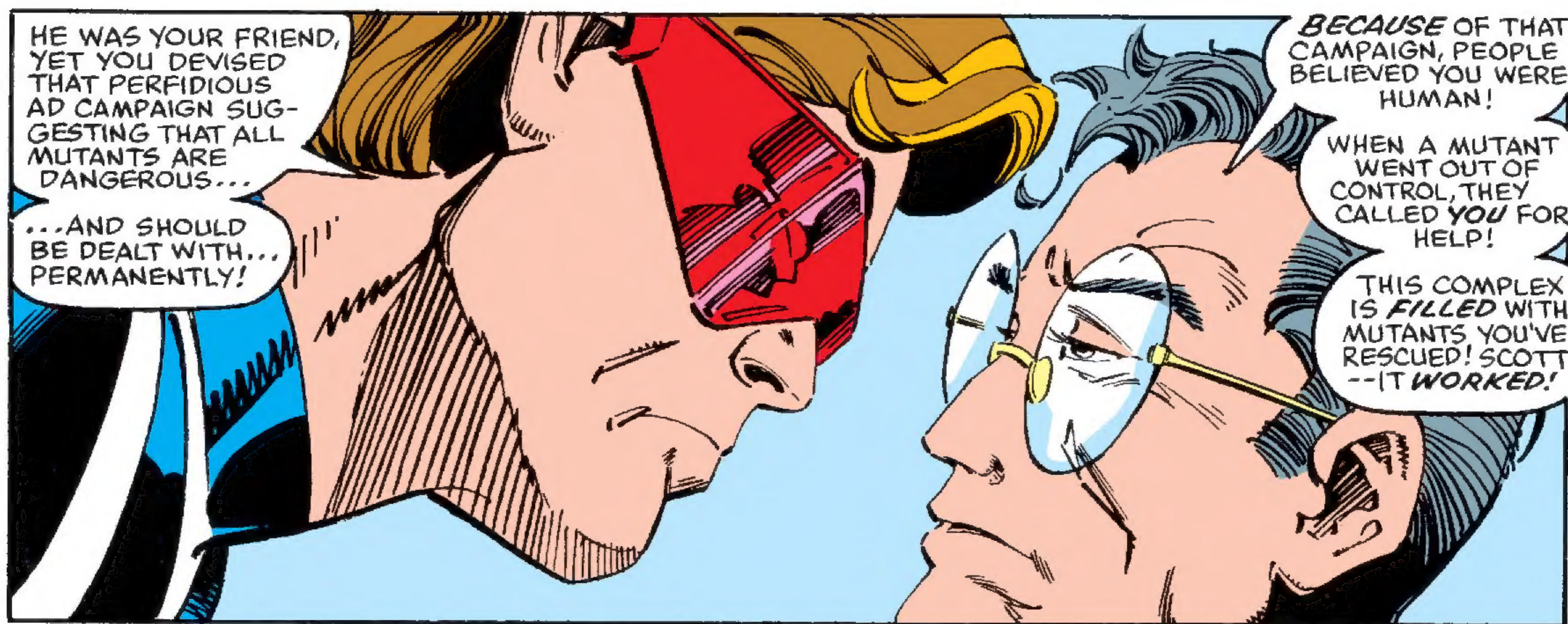
AND CALLED HIMSELF THE ANGEL. HE WAS A FREE SPIRIT--

-- WITH AN EXPENSIVE LIFE-STYLE AND A FORTUNE THAT ALLOWED HIM TO INDULGE IN IT!

YOU MAKE HIM SOUND LIKE A DE-BAUCHED JET-SETTER! HE WASN'T LIKE THAT! HE LOST HIS WINGS ... AND HIS LIFE...

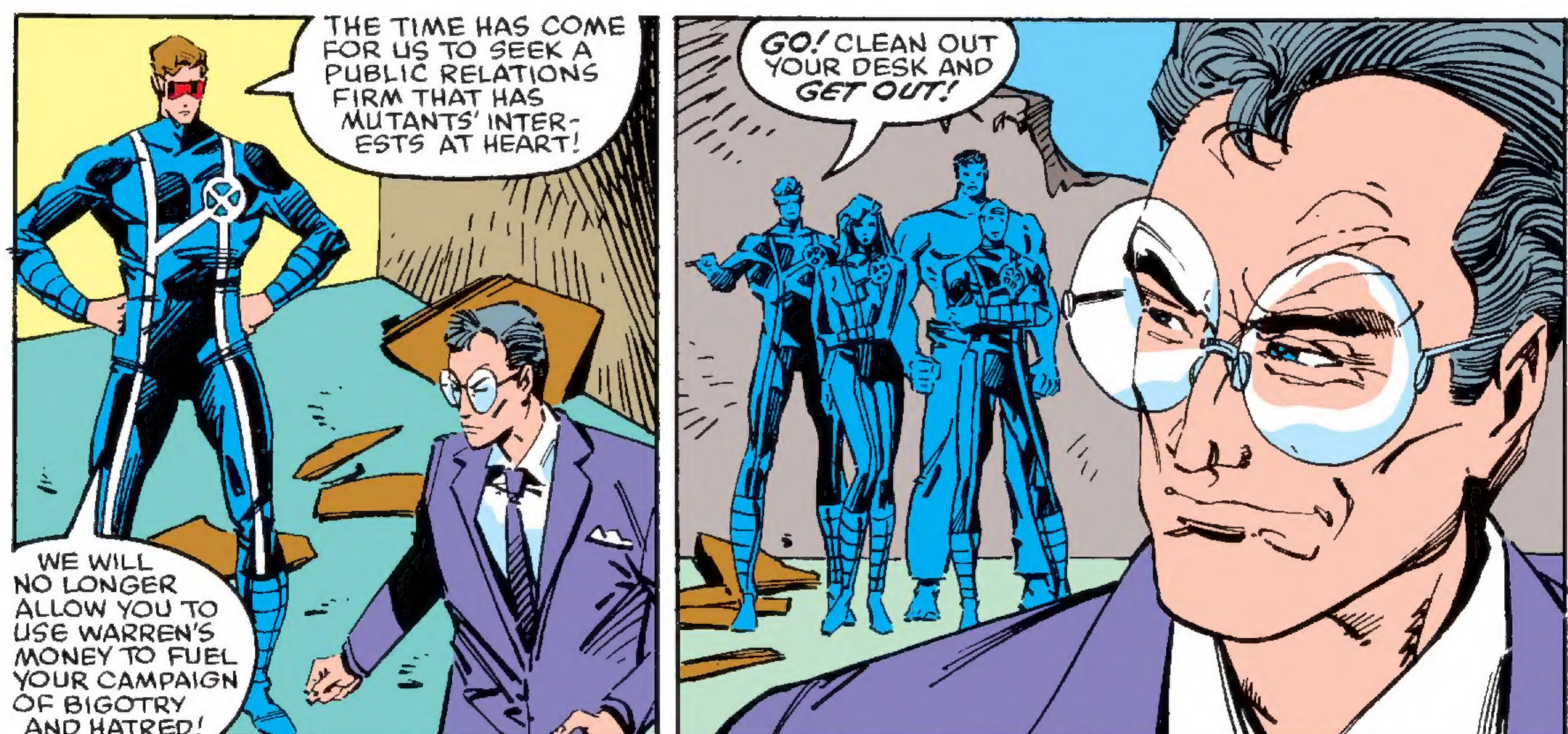
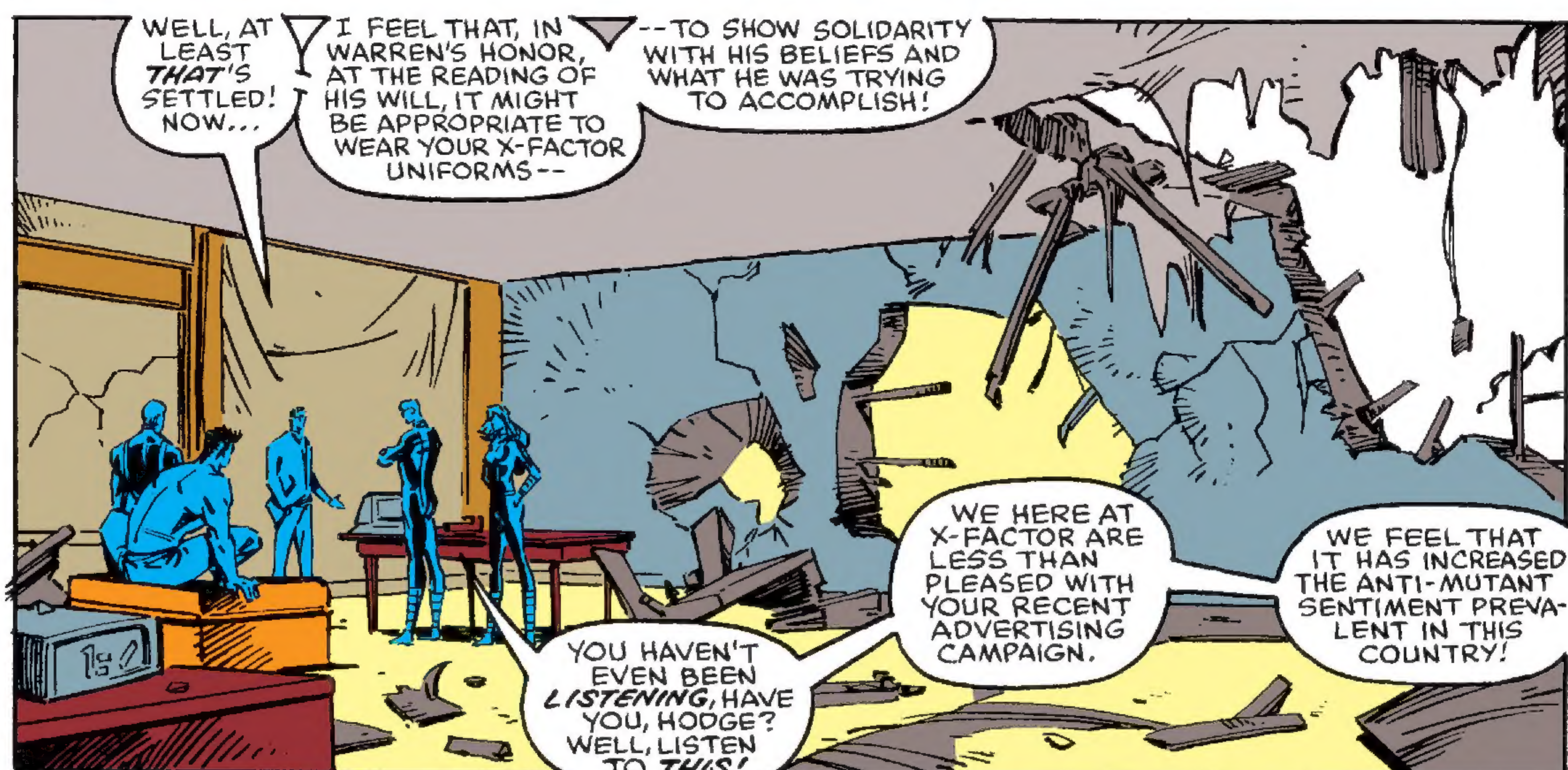
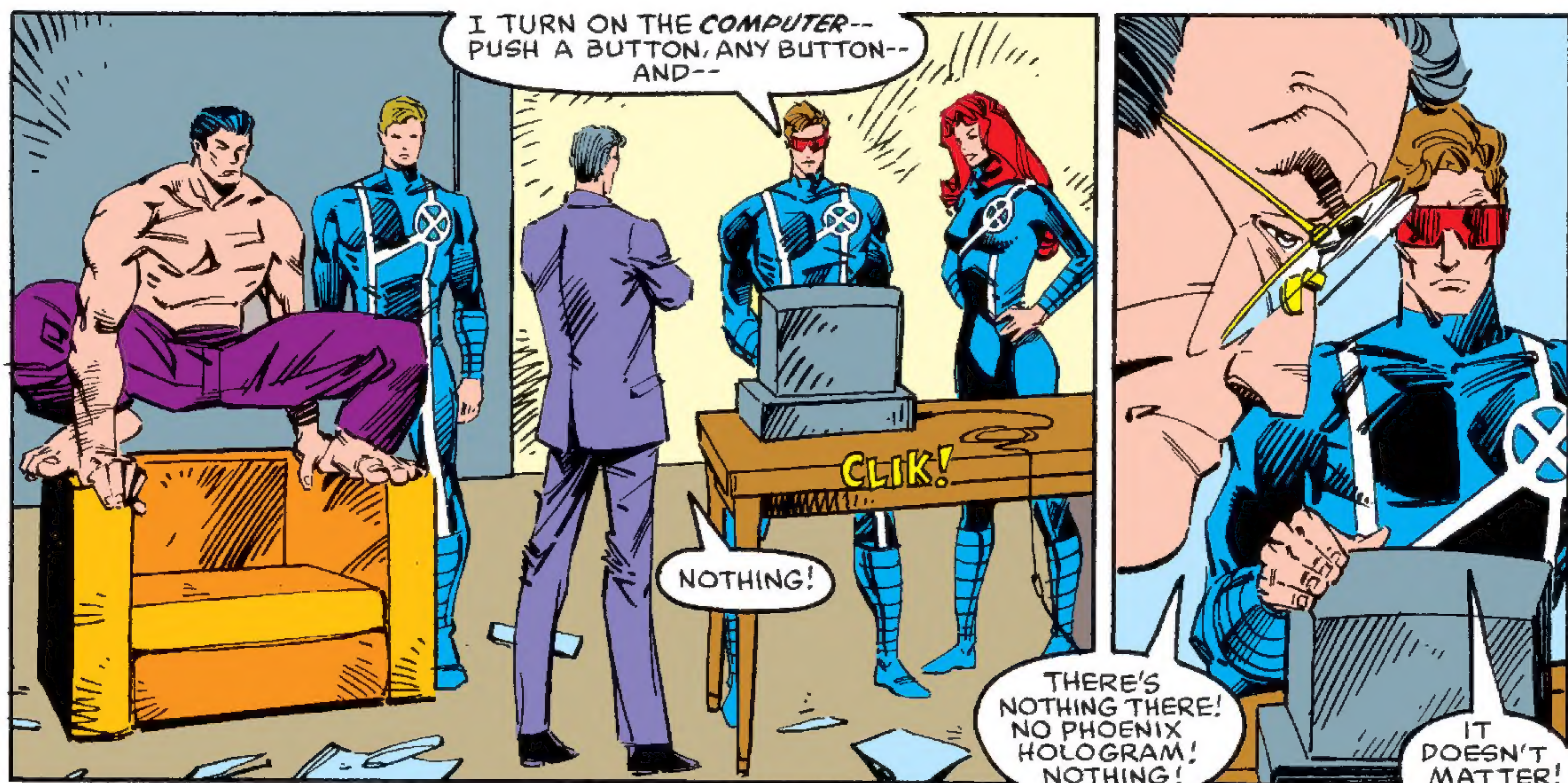
KILLED HIMSELF, YOU MEAN! SURELY YOU DON'T BLAME ME FOR THAT?



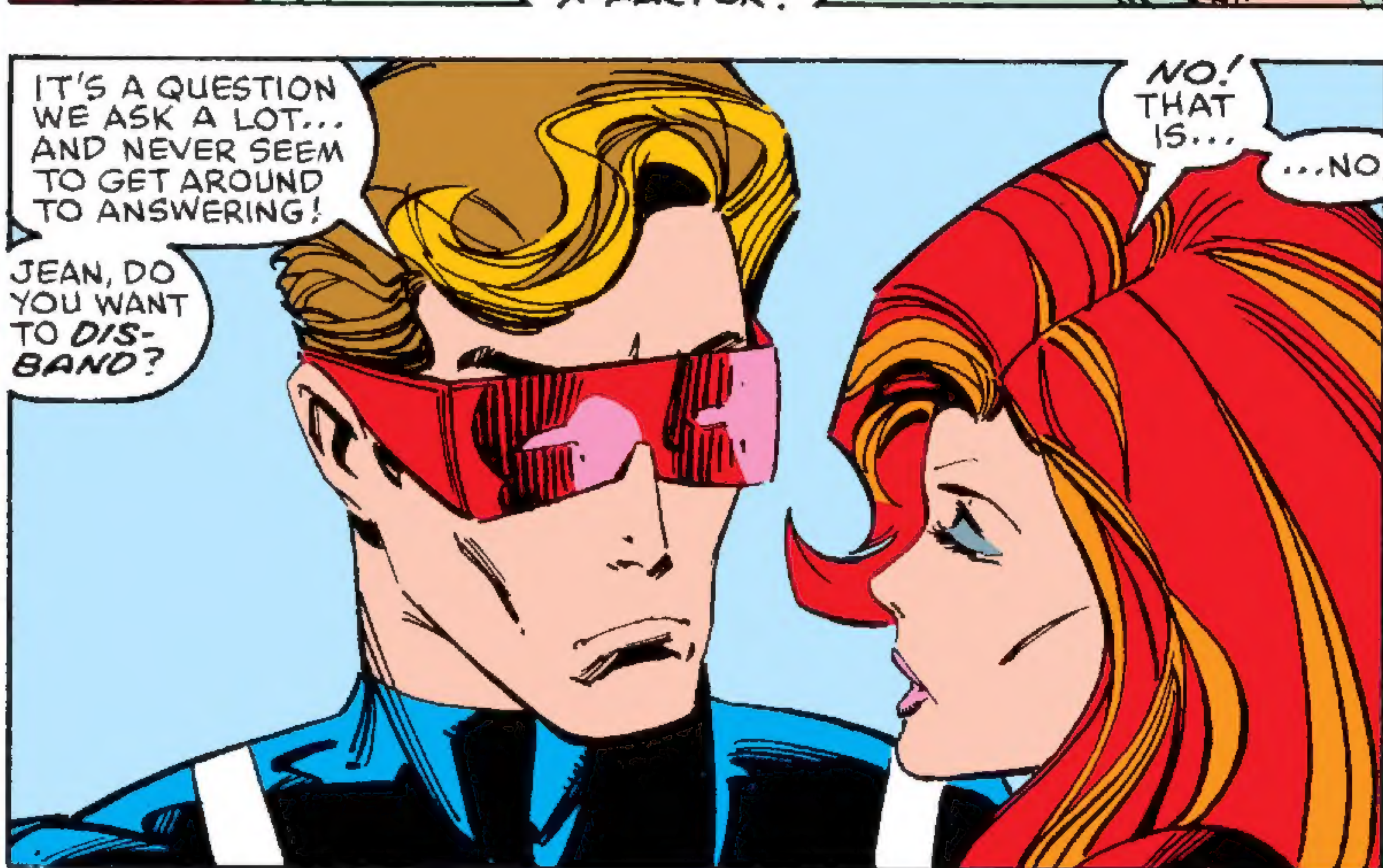
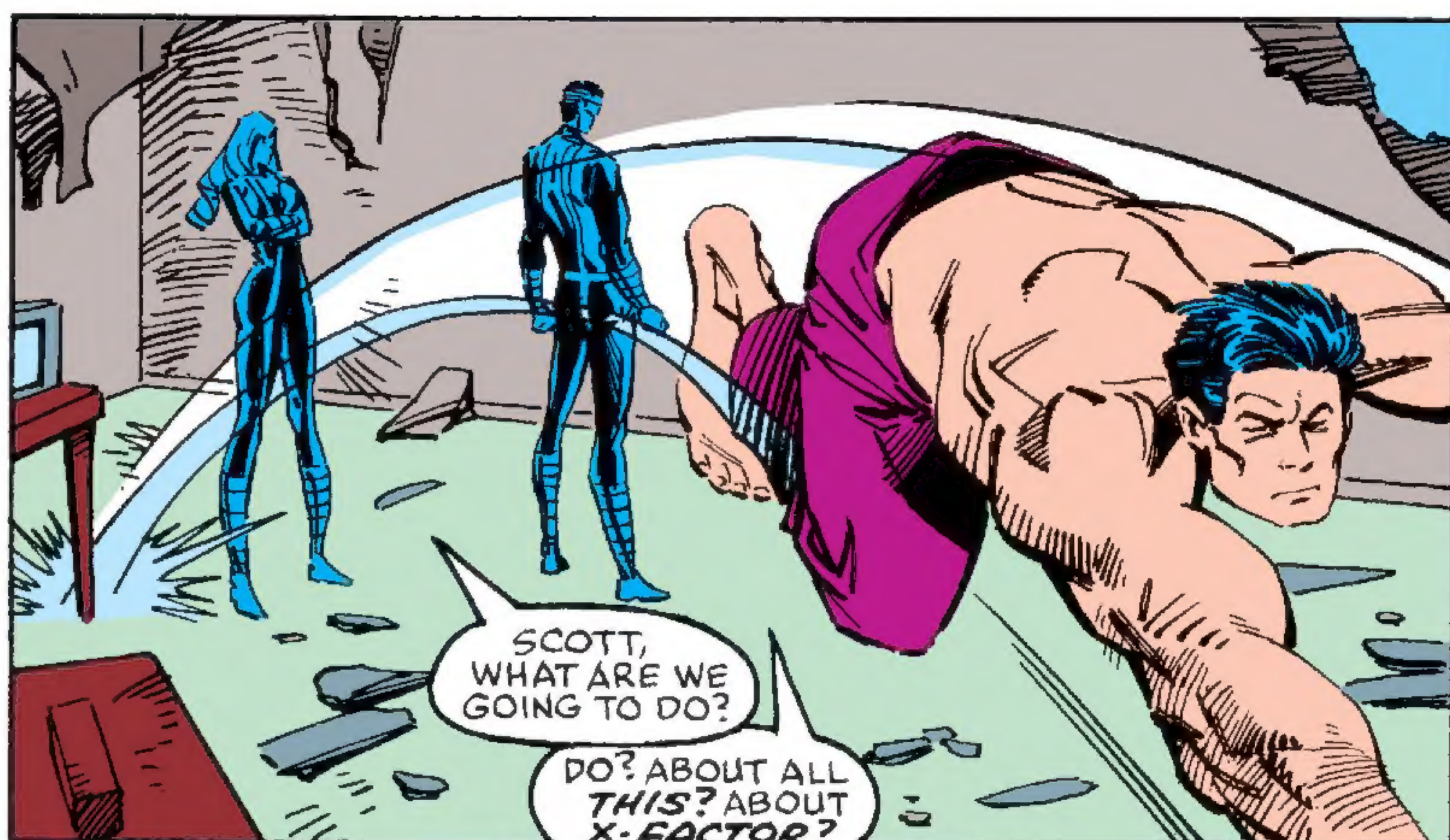
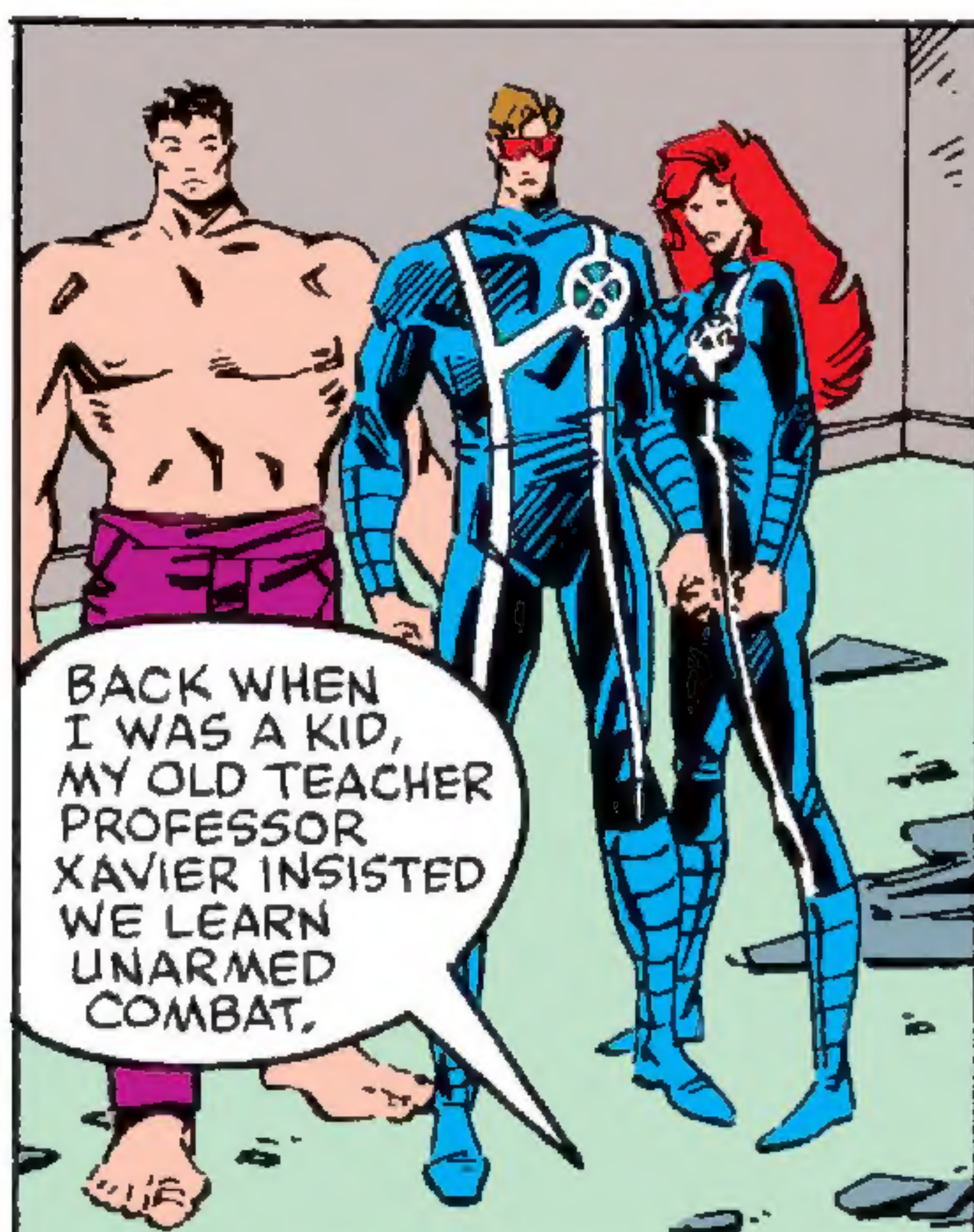
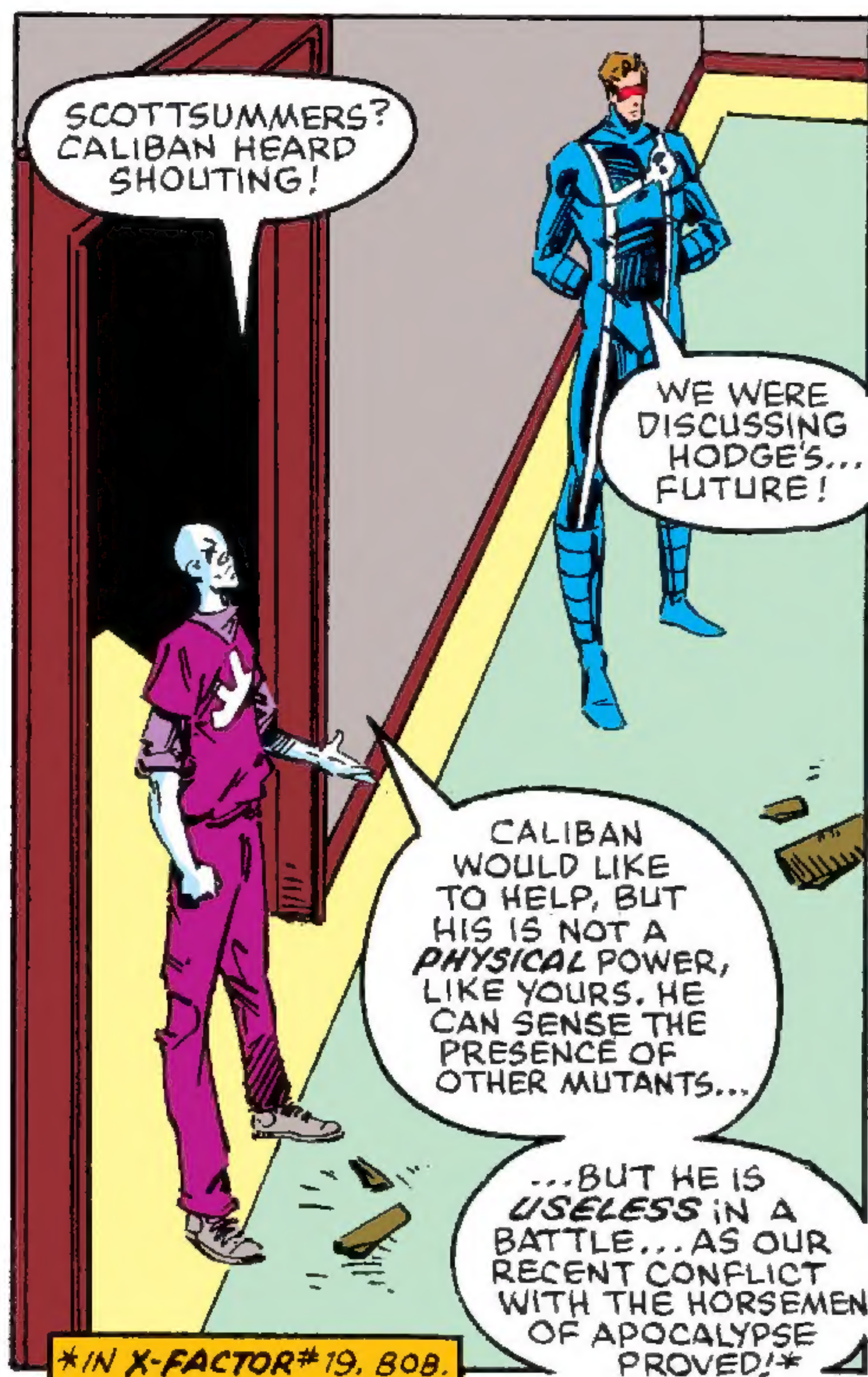


\*FEATURED PROMINENTLY IN X-FACTOR #18. BOB.

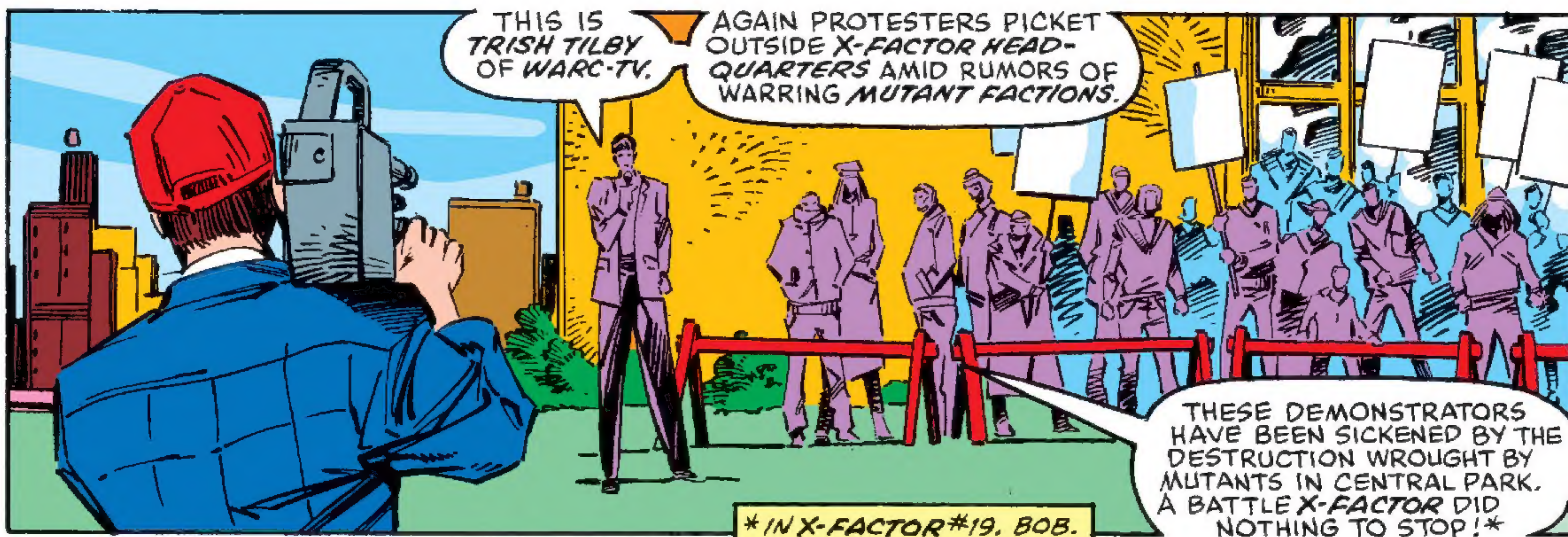












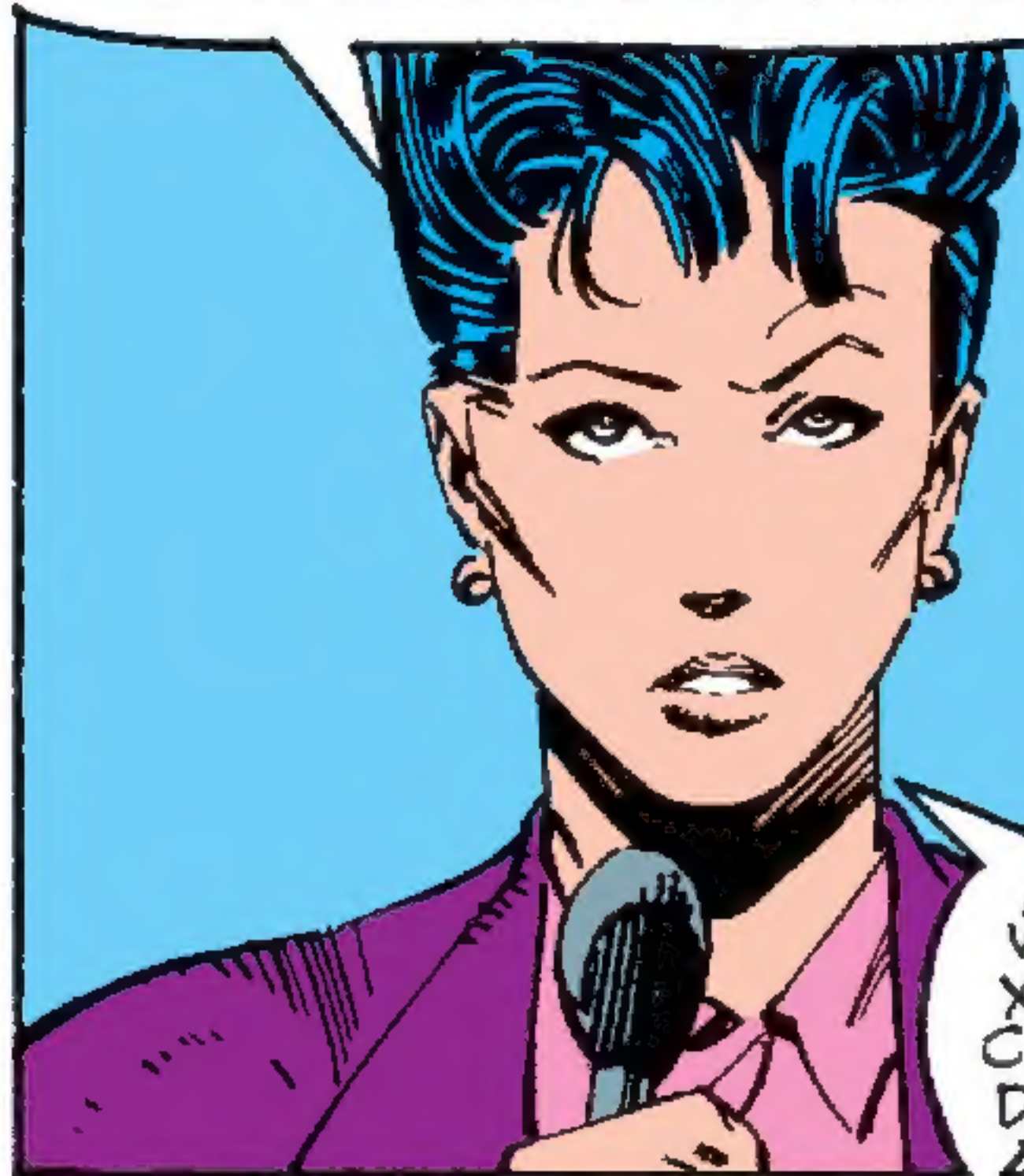
THIS IS  
TRISH TILBY  
OF WARC-TV.

AGAIN PROTESTERS PICKET  
OUTSIDE X-FACTOR HEAD-  
QUARTERS AMID RUMORS OF  
WARRING MUTANT FACTIONS.

THESE DEMONSTRATORS  
HAVE BEEN SICKENED BY THE  
DESTRUCTION WROUGHT BY  
MUTANTS IN CENTRAL PARK.  
A BATTLE X-FACTOR DID  
NOTHING TO STOP!\*

\*IN X-FACTOR#19, BOB.

ALL HAVE SEEN X-FACTOR'S ADS.  
THEY'VE SEEN CAMERON HODGE  
OFFERING THE SERVICES OF HIS  
MUTANT HUNTERS ON TELEVISION.



AND THEY  
WONDER--IF  
X-FACTOR IS SO  
CAPABLE, WHY  
DIDN'T X-FACTOR  
DO SOMETHING?

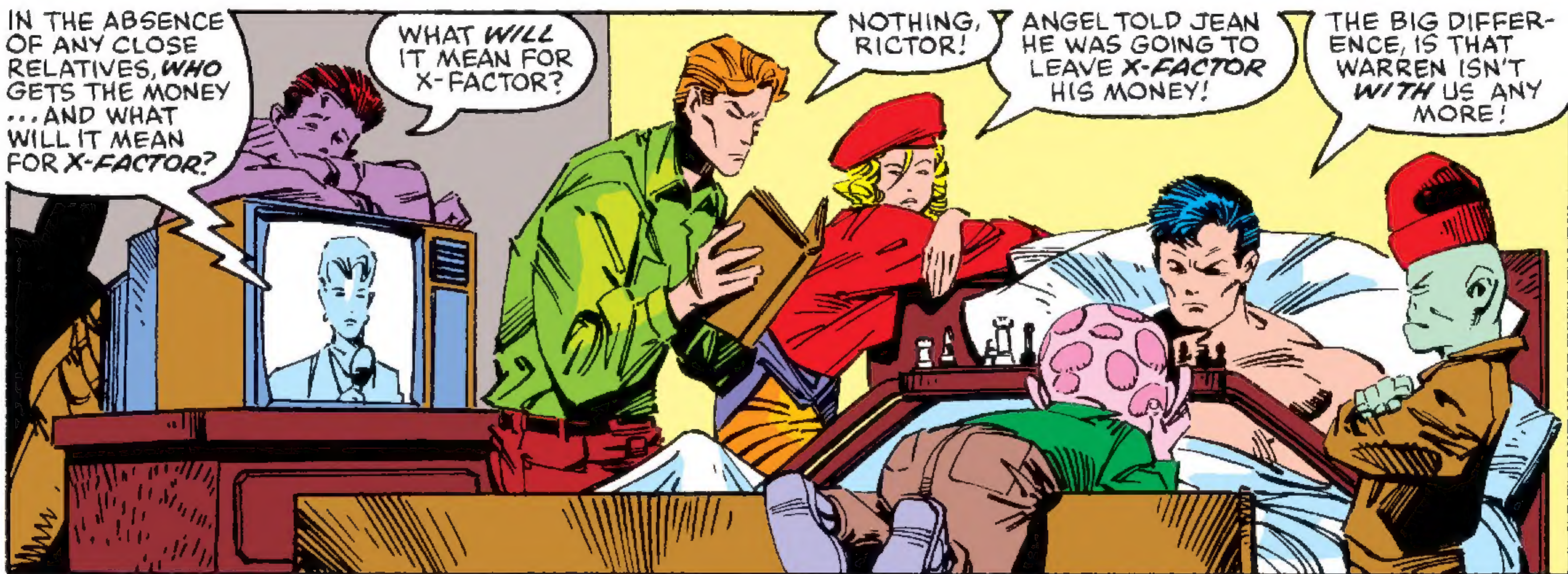
STOP  
MUTANT  
RUPTION

X-FACTOR  
YOU LET  
US DOWN!

RUMORS OF A  
POWER STRUGGLE  
WITHIN THE  
X-FACTOR ORGANI-  
ZATION PERSIST.

X-FACTOR'S  
MILLIONAIRE  
BACKER, WARREN  
WORTHINGTON'S  
WILL WILL BE  
READ TODAY.

IN THE ABSENCE  
OF ANY CLOSE  
RELATIVES, WHO  
GETS THE MONEY  
...AND WHAT  
WILL IT MEAN  
FOR X-FACTOR?

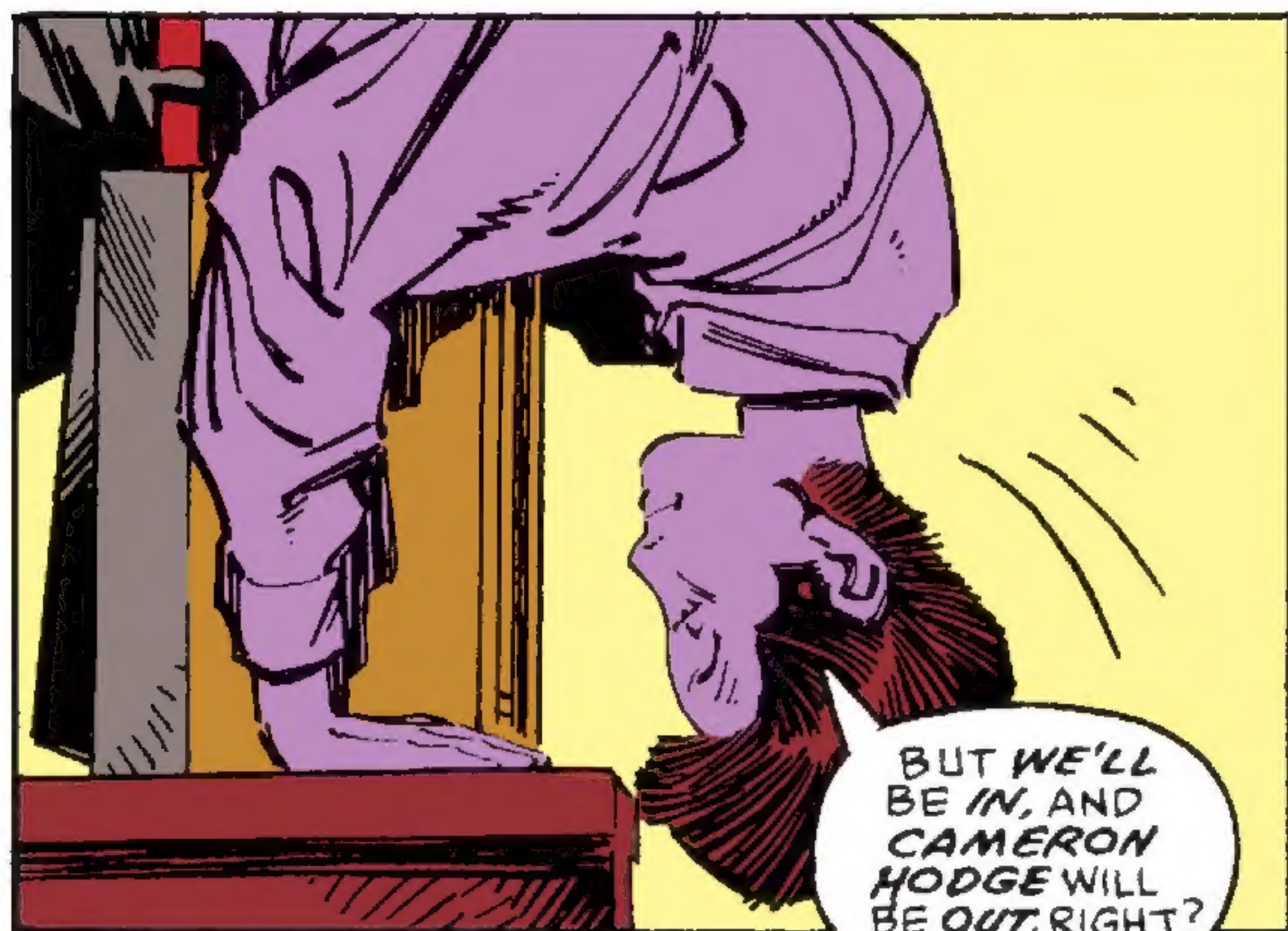


WHAT WILL  
IT MEAN FOR  
X-FACTOR?

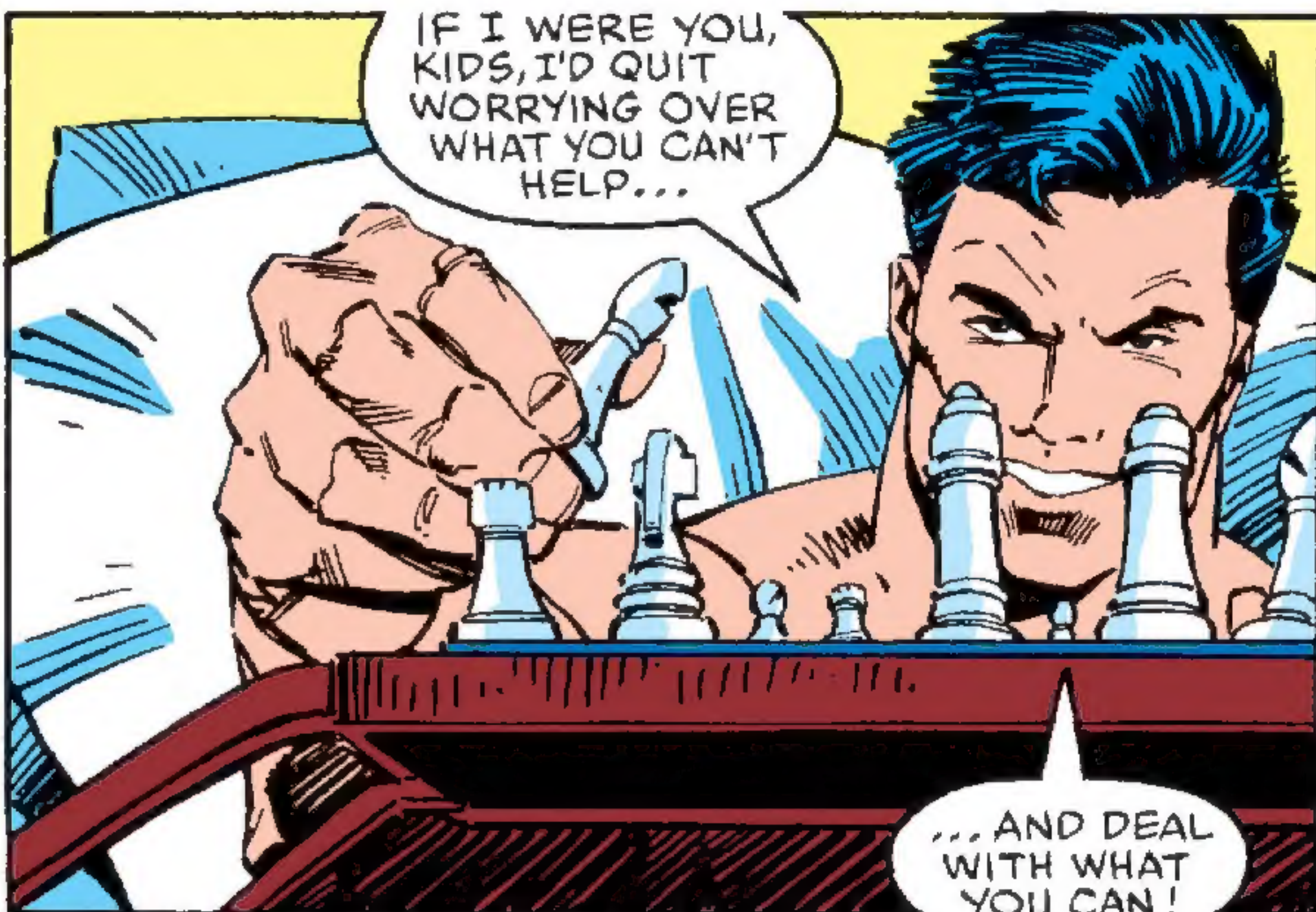
NOTHING,  
RICTOR!

ANGEL TOLD JEAN  
HE WAS GOING TO  
LEAVE X-FACTOR  
HIS MONEY!

THE BIG DIFFER-  
ENCE, IS THAT  
WARREN ISN'T  
WITH US ANY  
MORE!



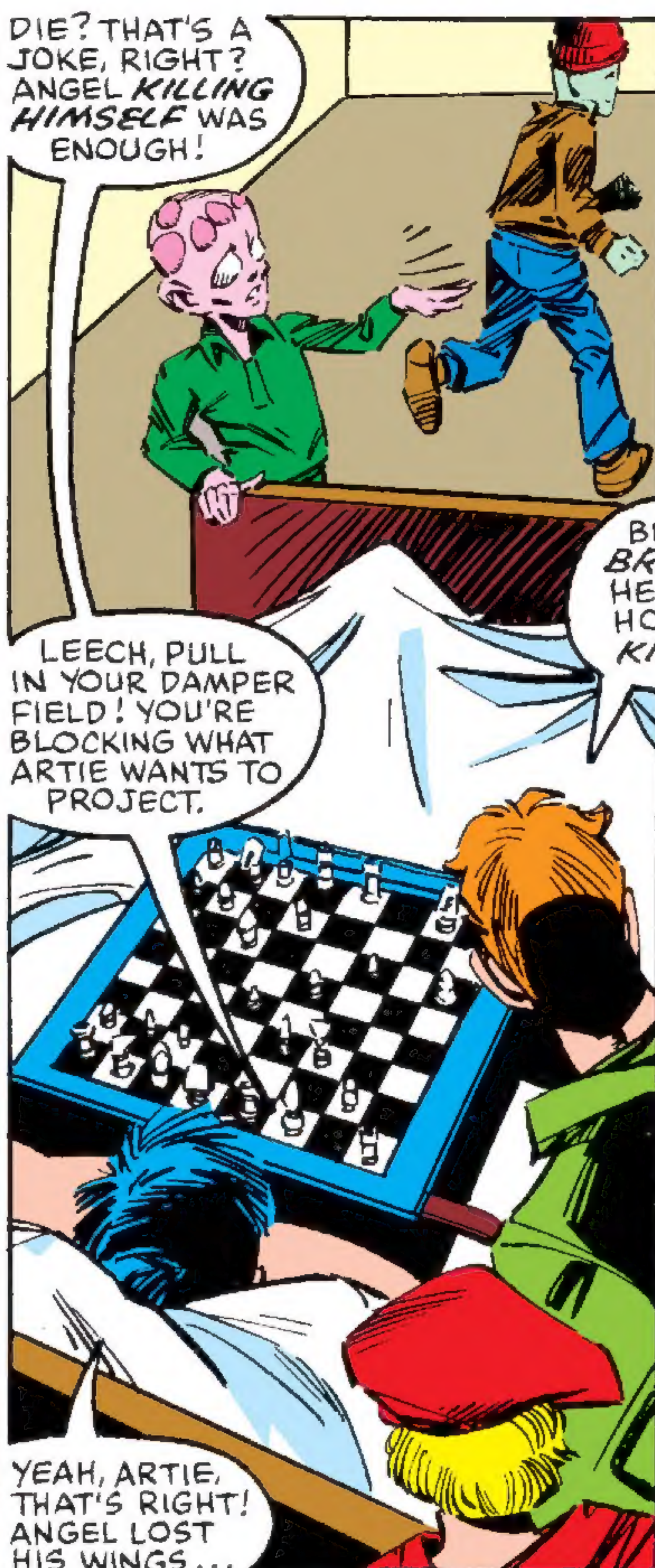
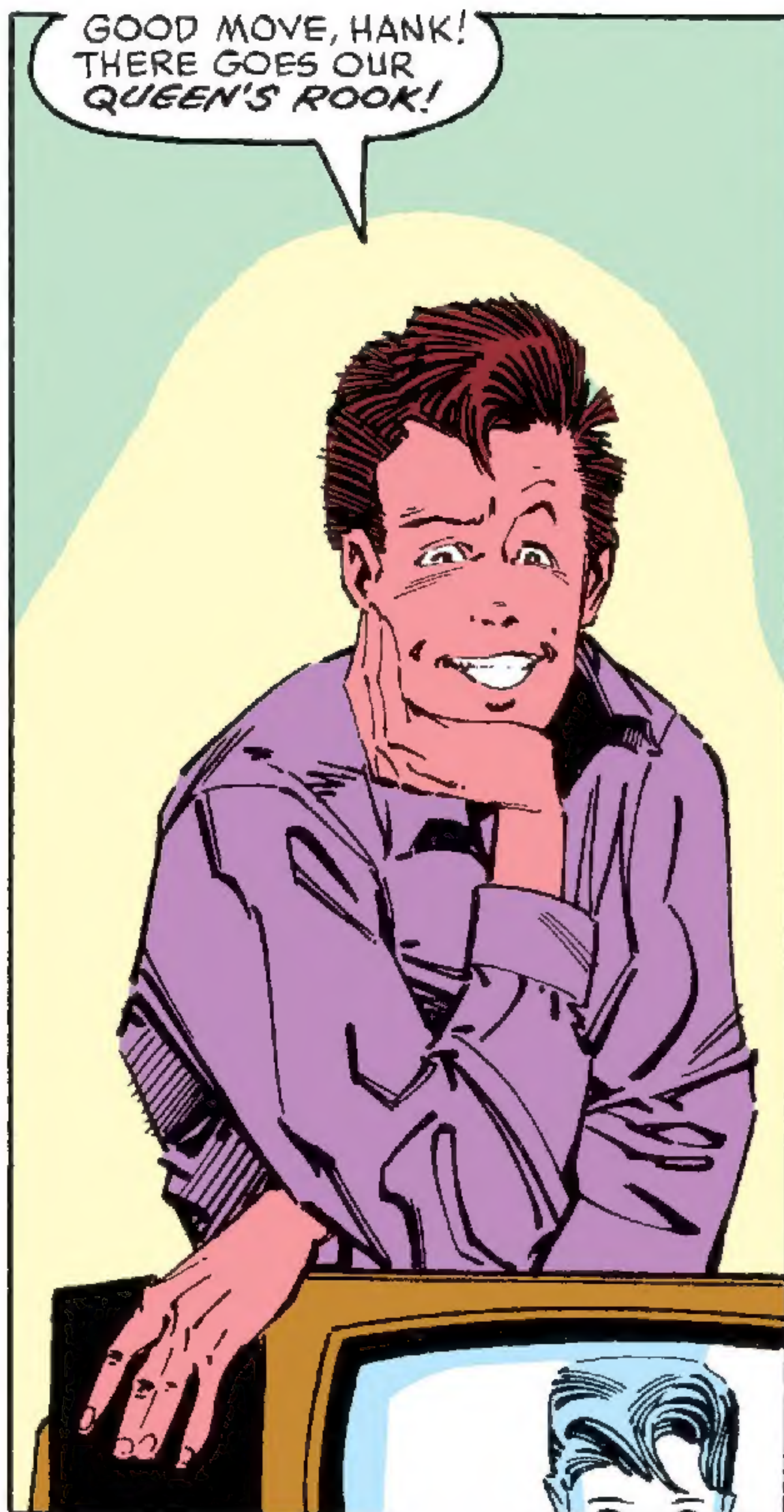
BUT WE'LL  
BE IN, AND  
CAMERON  
HODGE WILL  
BE OUT, RIGHT?



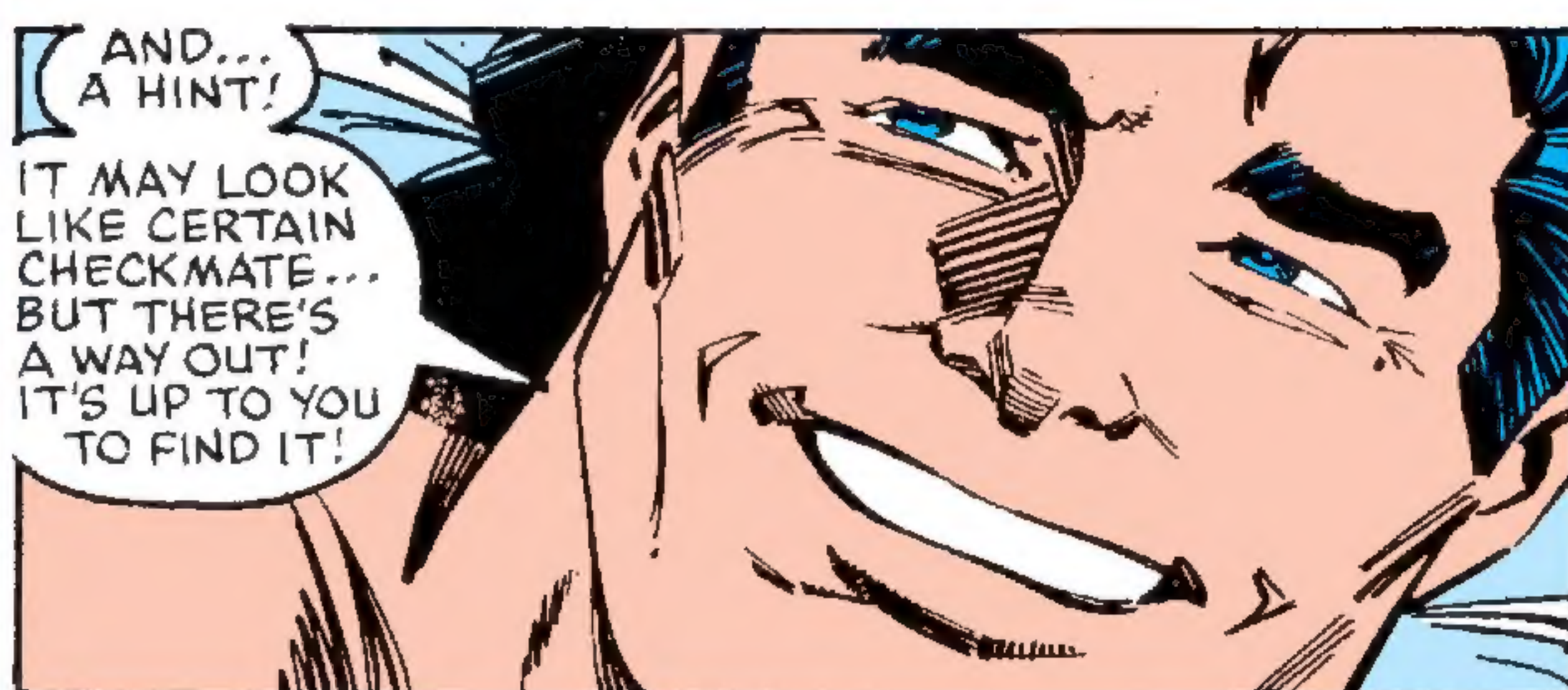
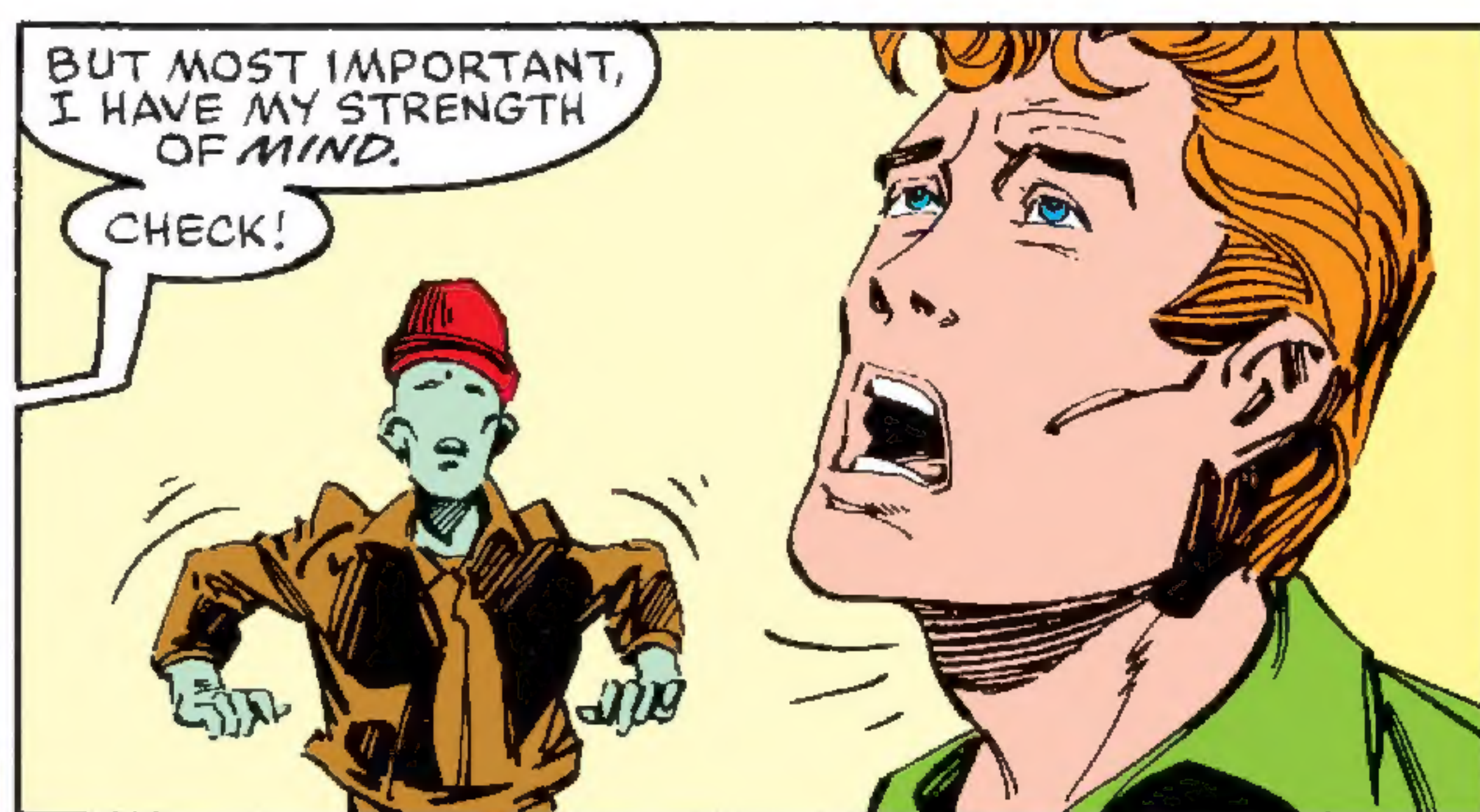
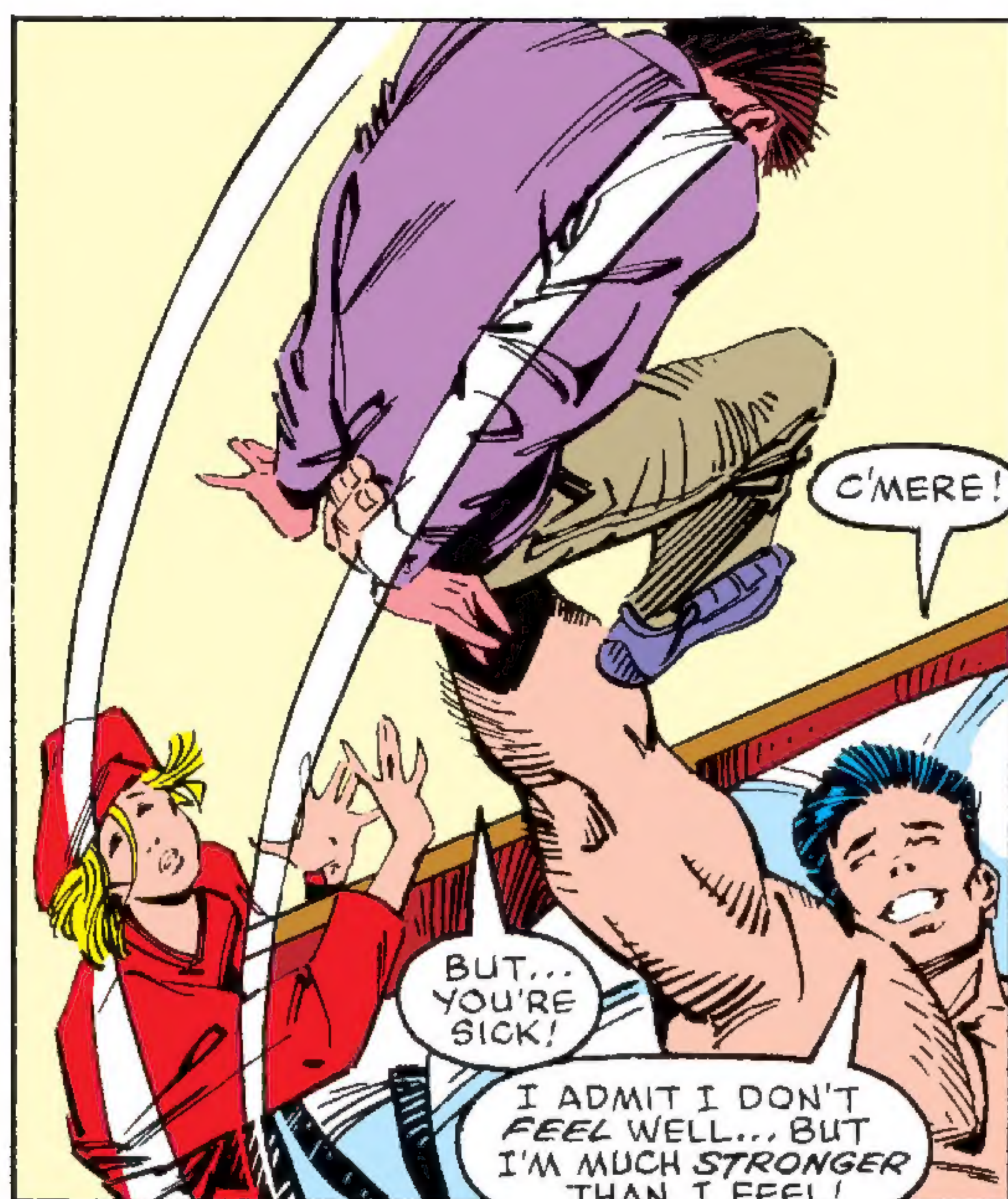
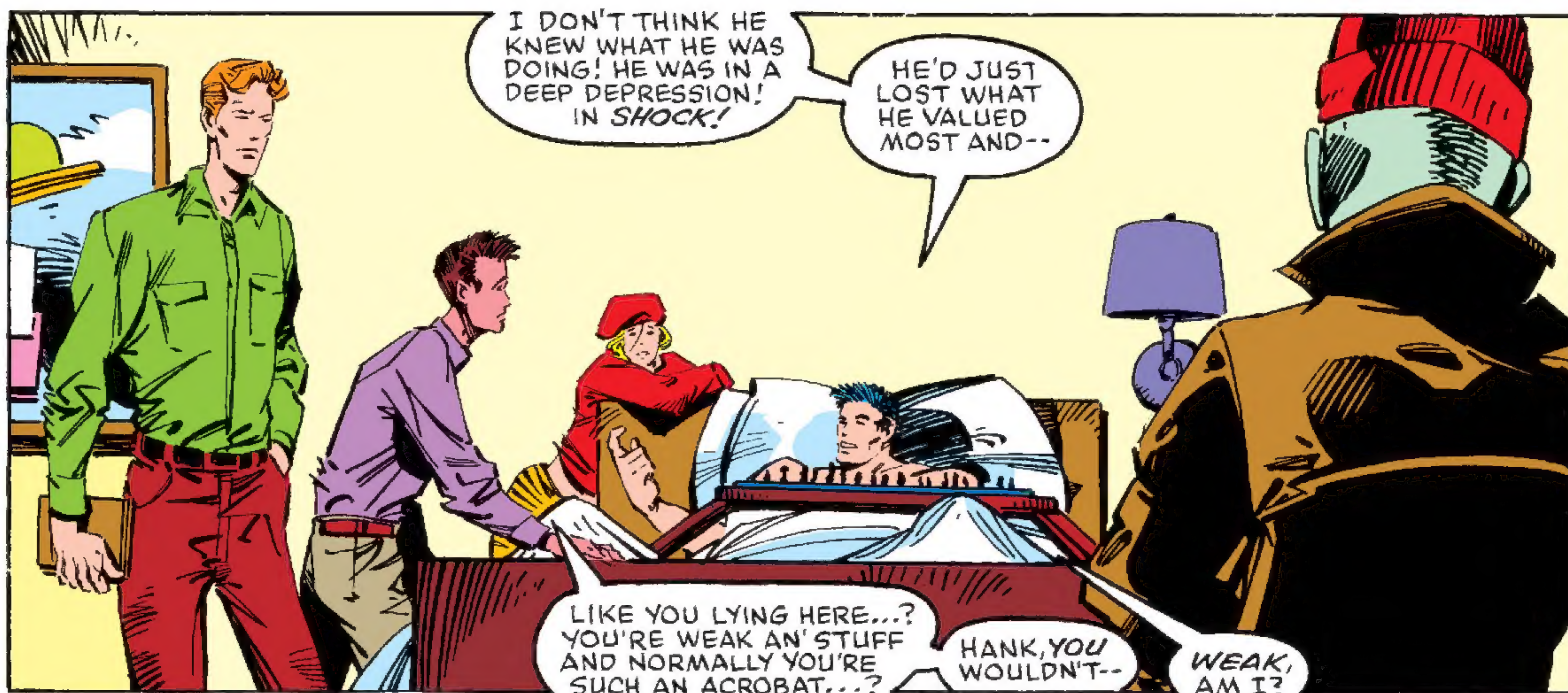
IF I WERE YOU,  
KIDS, I'D QUIT  
WORRYING OVER  
WHAT YOU CAN'T  
HELP...

...AND DEAL  
WITH WHAT  
YOU CAN!





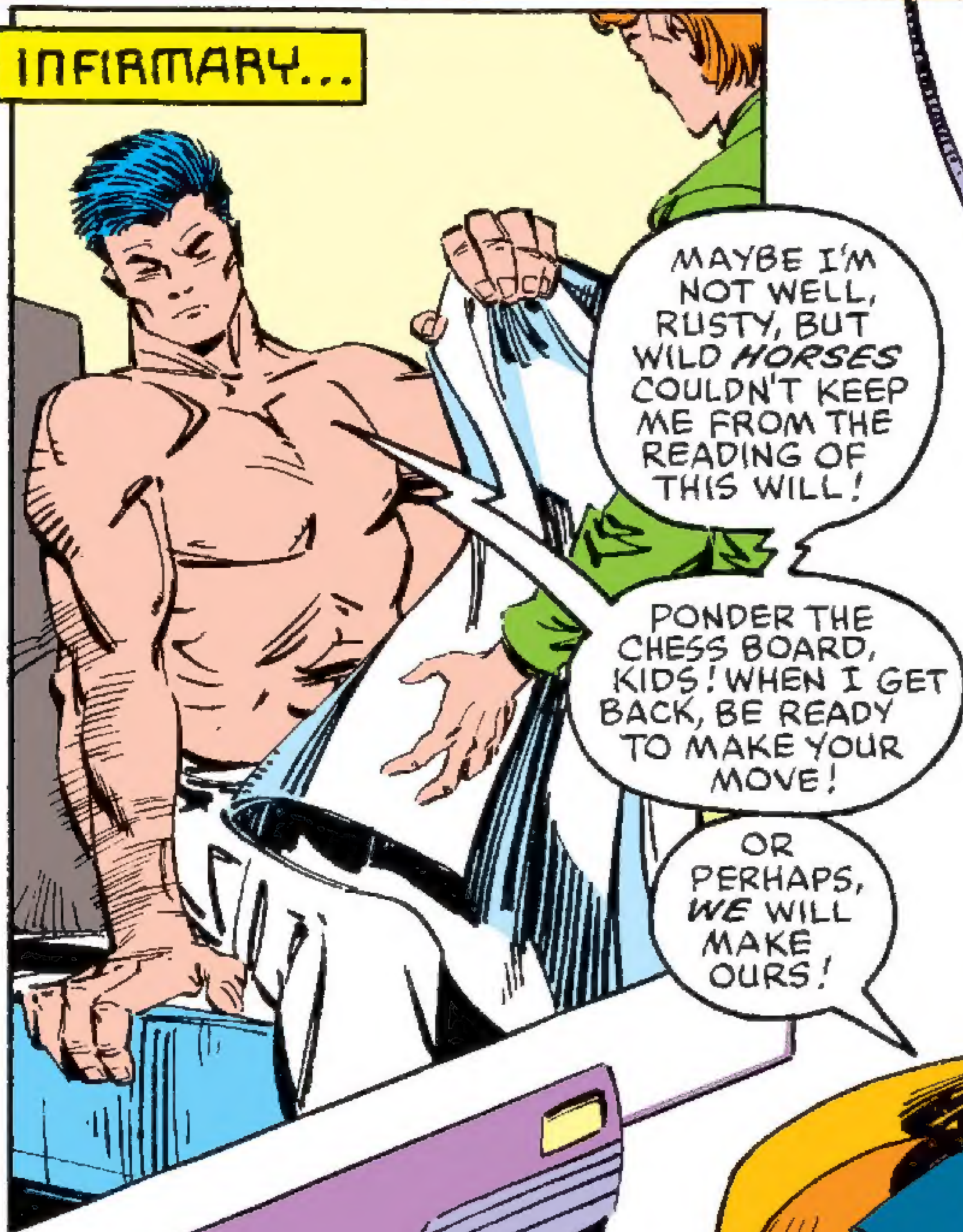






SOON, DEEP WITHIN THE X-FACTOR COMPLEX, CAMERON HODGE CROUCHES IN HIS VIDEO LAB...

INFIRMARY...



MAYBE I'M NOT WELL, RUSTY, BUT WILD HORSES COULDN'T KEEP ME FROM THE READING OF THIS WILL!

PONDER THE CHESS BOARD, KIDS! WHEN I GET BACK, BE READY TO MAKE YOUR MOVE!

OR PERHAPS, WE WILL MAKE OURS!

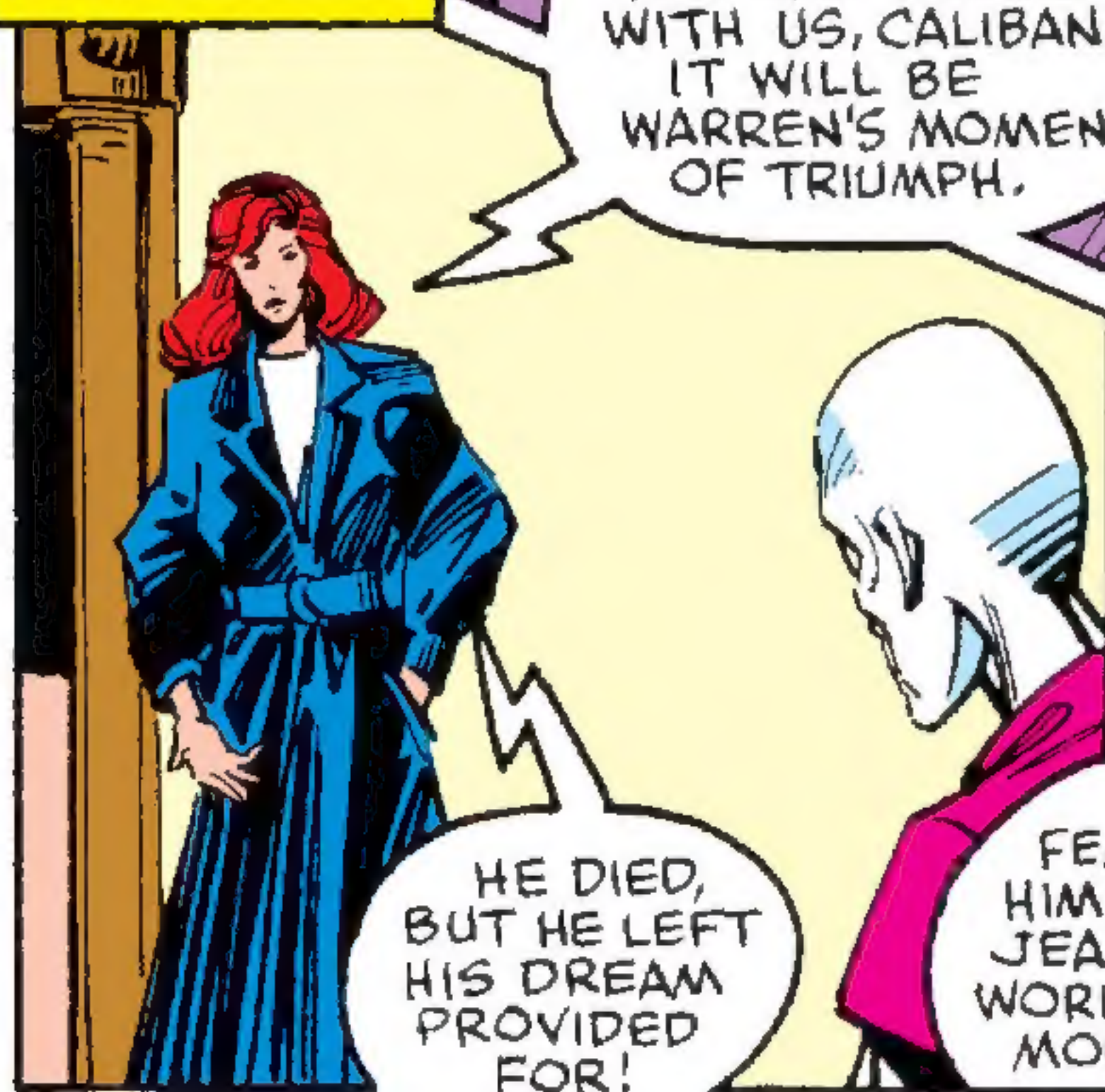
PENTHOUSE, SUMMERS...

THANKS FOR THE TIE, SCOTT! IF HODGE THINKS WE'RE GONNA WEAR HIS X-FACTOR UNIFORMS, HE'S NUTS.

SPEAKING AS A MUTANT, X-FACTOR IS *PUBLIC ENEMY #1*! THE SOONER WE DROP THIS HUMAN MUTANT HUNTER GARBAGE, THE BETTER.

BETTER FOR YOU, *MUTANT*, IF YOU HAD NEVER BEEN BORN!

LIBRARY...

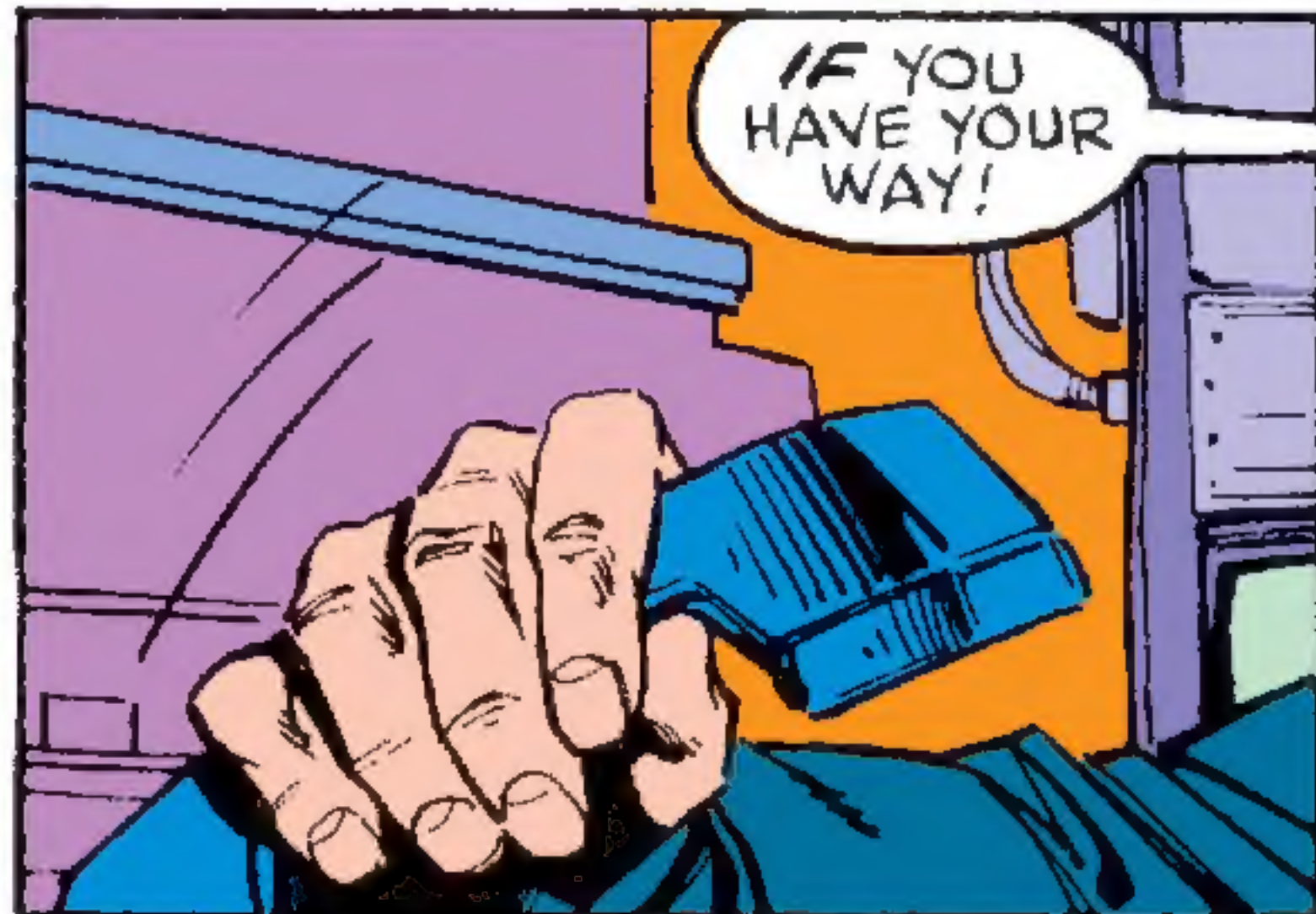


I'M SORRY YOU CAN'T COME WITH US, CALIBAN! IT WILL BE WARREN'S MOMENT OF TRIUMPH.

HE DIED, BUT HE LEFT HIS DREAM PROVIDED FOR!

CALIBAN'S FEATURES MARK HIM AS A MUTANT, JEANGREY, AND THE WORLD FEARS MUTANTS MORE THAN EVER.

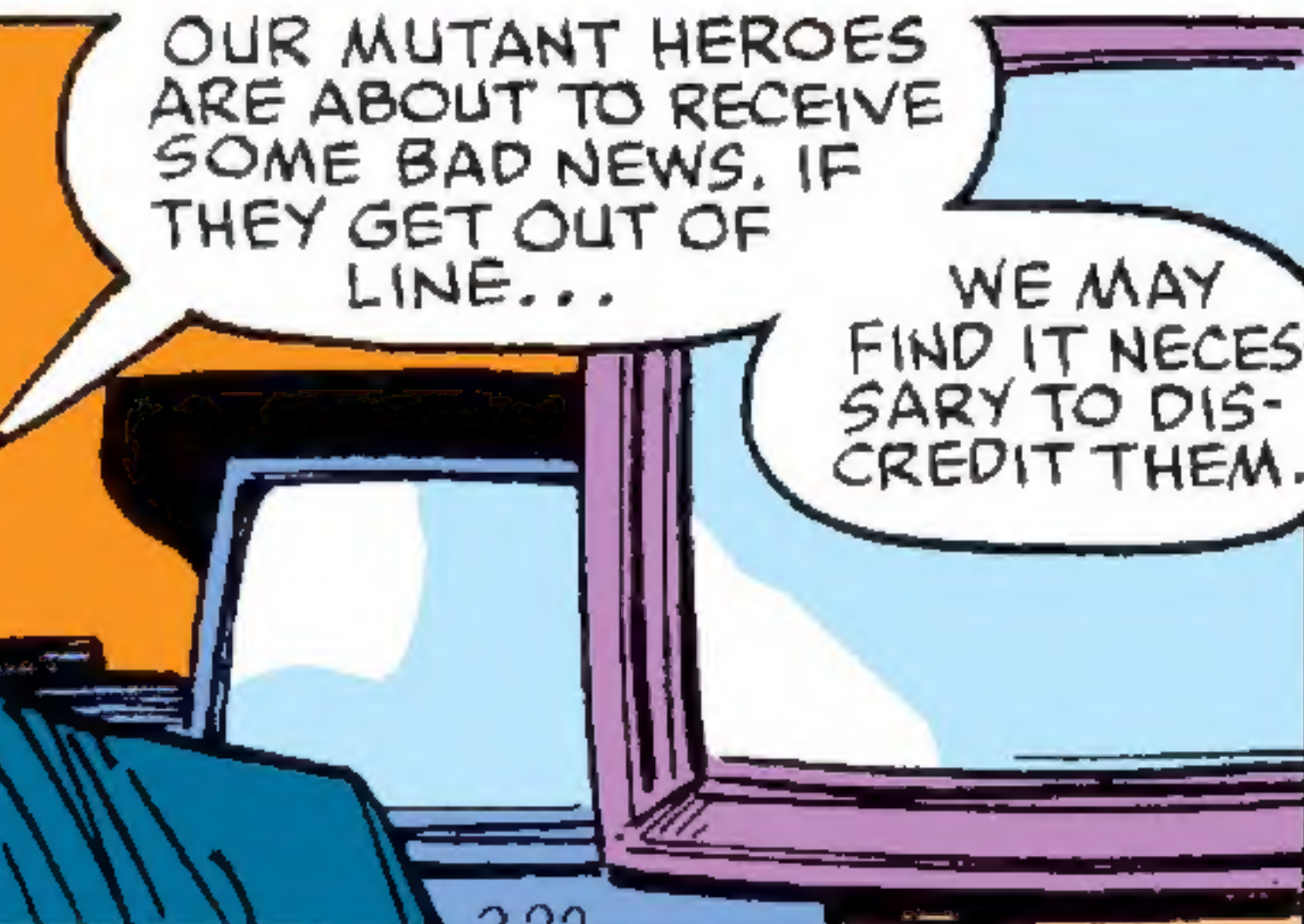
SOON, IF WE HAVE OUR WAY, MUTANT WILL LIVE BESIDE HUMAN, OPENLY AND IN PEACE!



IF YOU HAVE YOUR WAY!



READY PROVISIONAL PLANS *BETA* AND *TAU*!



OUR MUTANT HEROES ARE ABOUT TO RECEIVE SOME BAD NEWS. IF THEY GET OUT OF LINE...

WE MAY FIND IT NECESSARY TO DISCREDIT THEM.



SOON, IN UPTOWN  
MANHATTAN...

THIS IS  
TRISH  
TILBY OF  
WARC-TV.

THE SIDEWALKS  
OUTSIDE THE  
WORTHINGTON  
BUILDING ARE  
CLOGGED WITH  
THROGS OF  
PRO- AND ANTI-  
MUTANT  
DEMONSTRATORS.

INSIDE, THE WILL OF  
MUTANT MILLIONAIRE  
WORTHINGTON WILL BE  
READ... AND THE FUTURE  
OF HIS X-FACTOR  
ORGANIZATION WILL  
BE DECIDED!

QUITE A  
DEMONSTRATION!  
LOOKS LIKE  
EVERYBODY'S  
REPRESENTED!

EVEN TRISH  
TILBY, X-FACTOR'S  
VERY OWN MEDIA  
NEMESIS!

NO WAY *SHE'D* SIT THIS  
ONE OUT! JEAN, I WONDER  
WHAT HER ANGLE *IS*? SHE  
HOUNDED X-FACTOR FROM  
THE BEGINNING!

APPARENTLY  
SHE THINKS  
THERE'S SOMETHING  
*FISHY* ABOUT  
X-FACTOR!

AND INSIDE...

WHO ARE  
ALL THESE  
PEOPLE?

THAT'S A VERY DISTANT  
COUSIN OF WARREN'S! I  
SAW HIS PICTURE IN THE  
PAPER. I DON'T THINK  
WARREN EVEN KNEW  
HE EXISTED!

VULTURES GATHERED  
ROUND THE CORPSE!

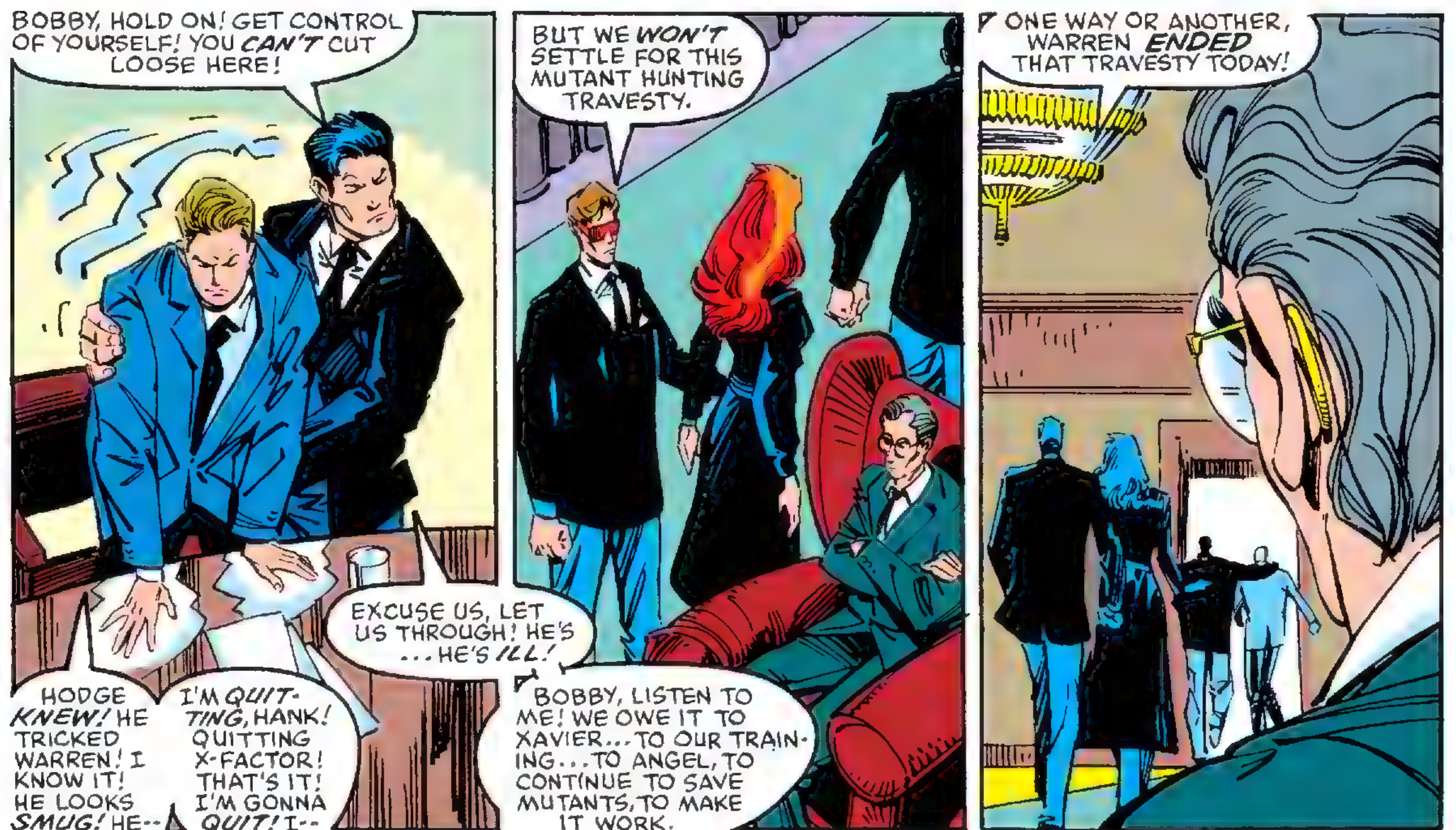
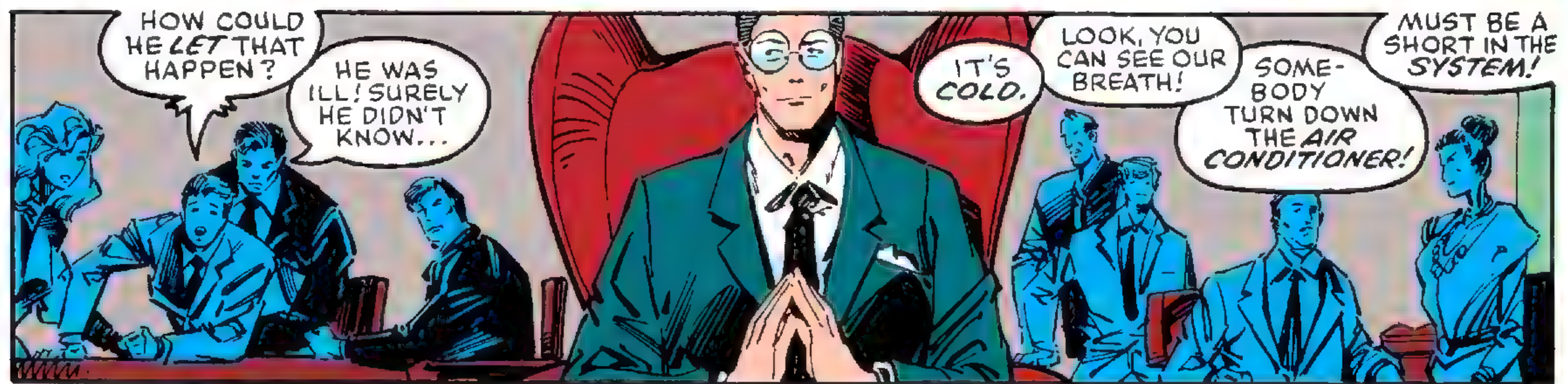
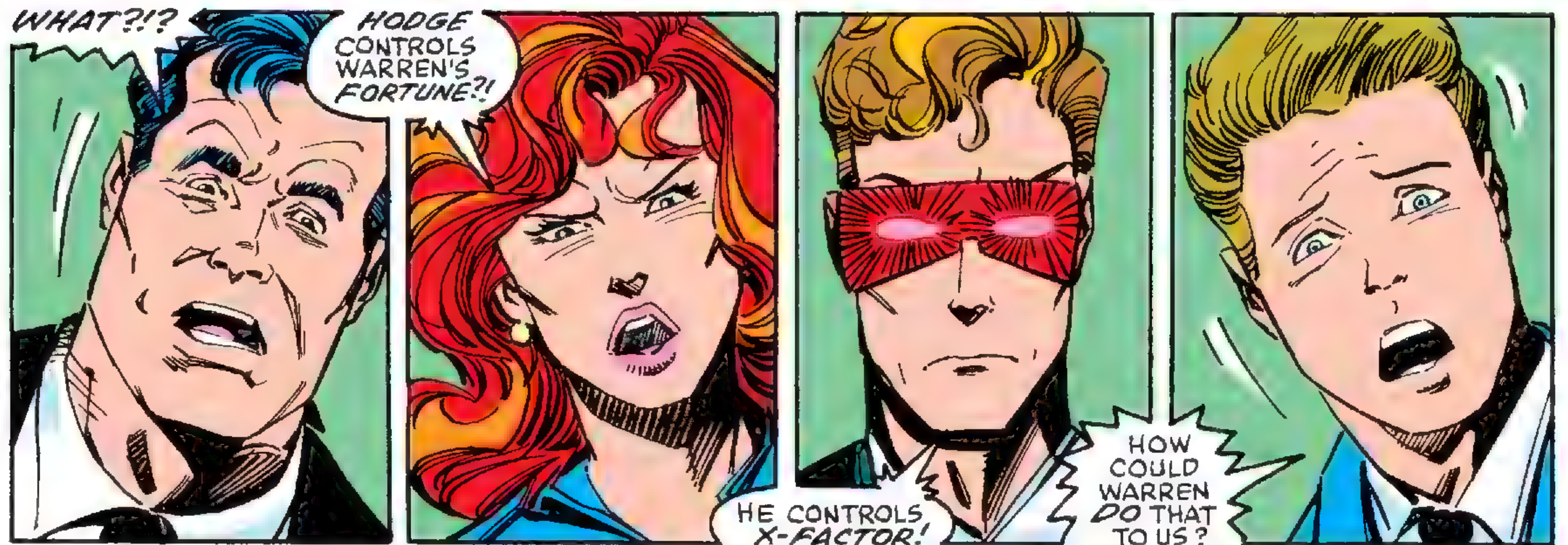
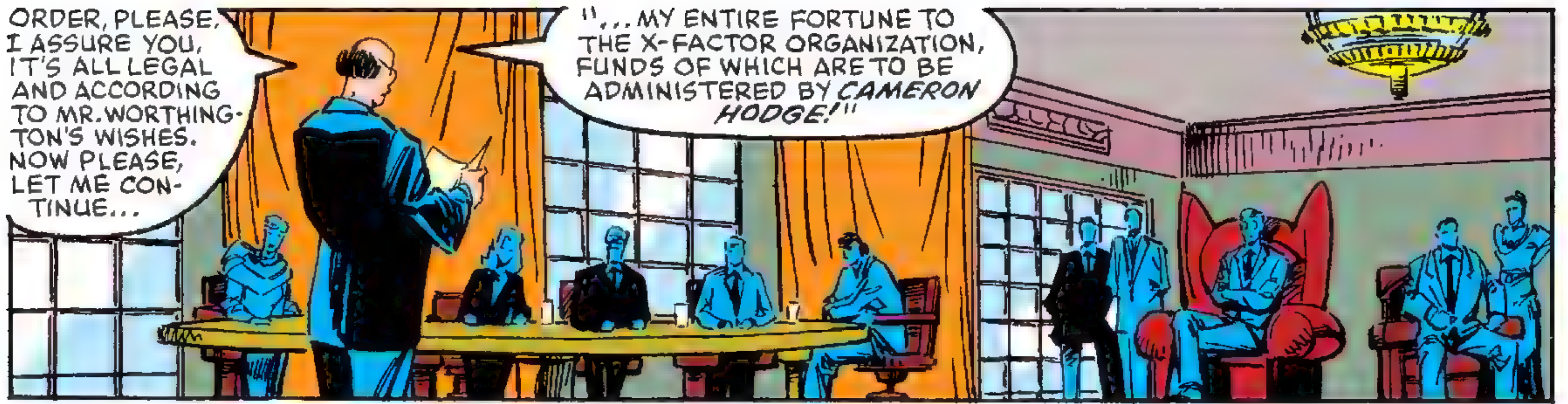
I FEEL  
LIKE A  
VULTURE!

"...MY ENTIRE  
FORTUNE TO THE  
X-FACTOR  
ORGANIZATION..."

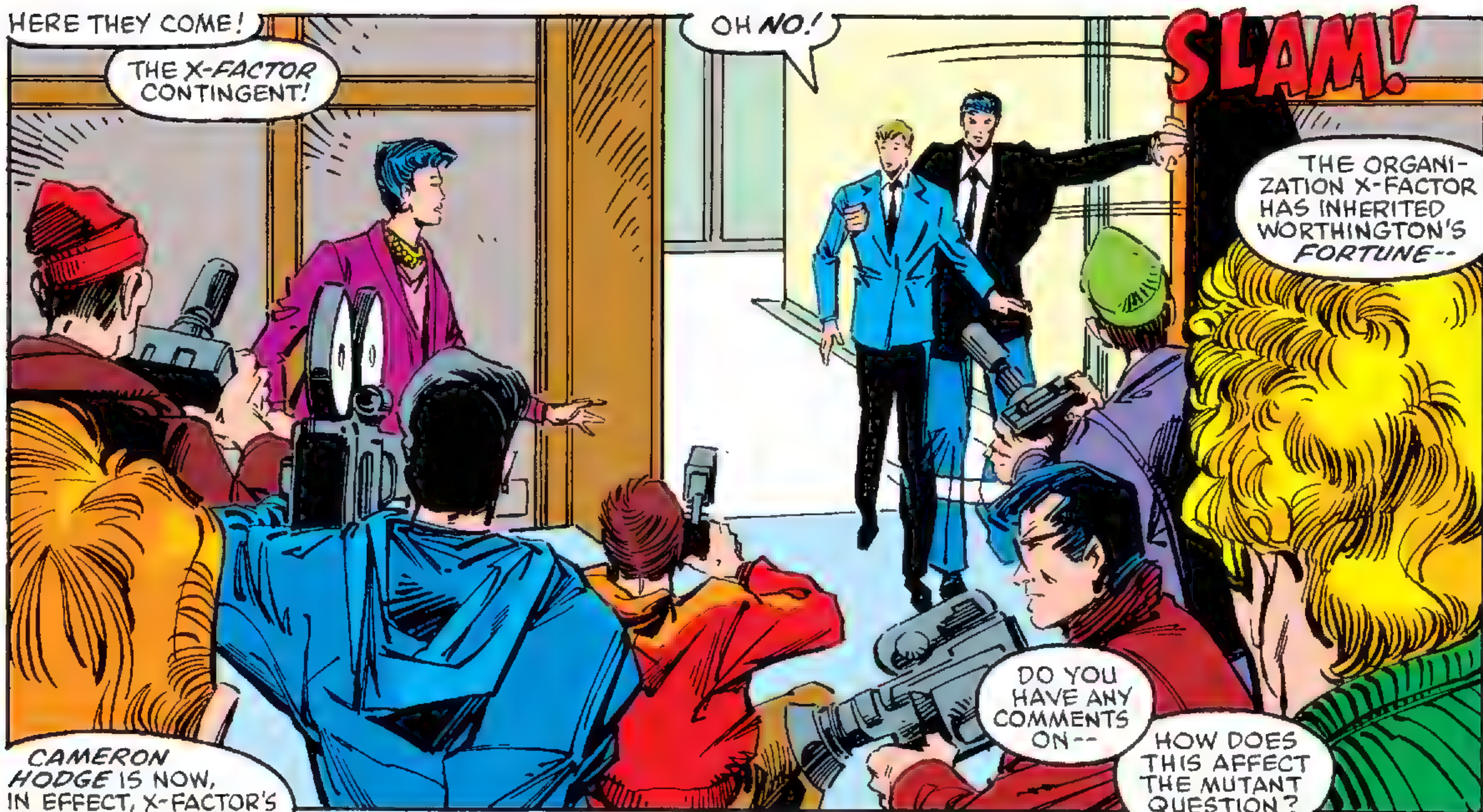
THERE *IS*!  
SHE JUST SAW  
IT BEFORE  
WE DID!

I OBJECT! I'M  
HIS CLOSEST  
BLOOD KIN! THE  
MONEY SHOULD  
COME TO ME!









HERE THEY COME!  
THE X-FACTOR  
CONTINGENT!

OH NO!

**SLAM!**

THE ORGANI-  
ZATION X-FACTOR  
HAS INHERITED  
WORTHINGTON'S  
FORTUNE--

DO YOU  
HAVE ANY  
COMMENTS  
ON--

HOW DOES  
THIS AFFECT  
THE MUTANT  
QUESTION?

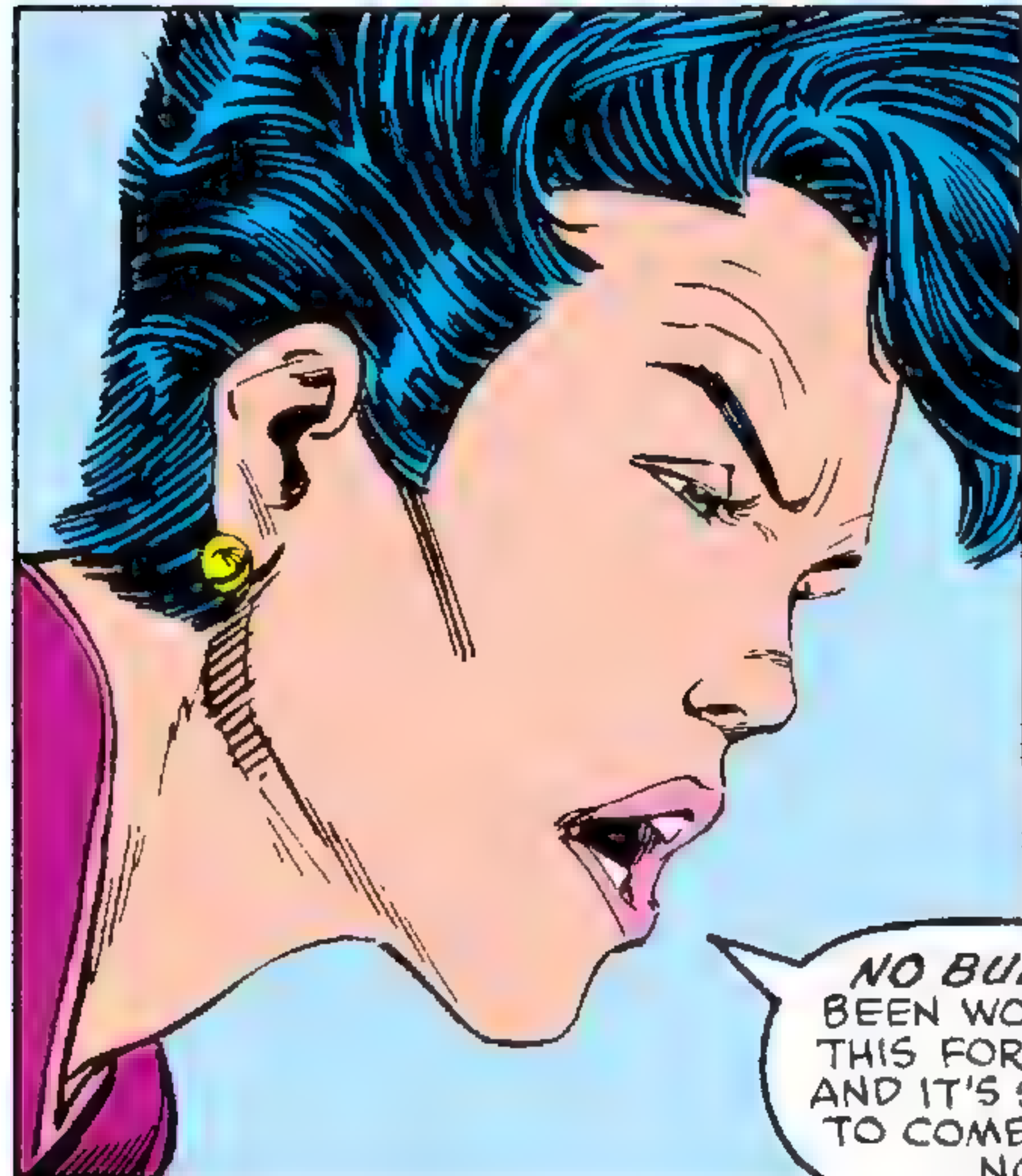
CAMERON  
HODGE IS NOW,  
IN EFFECT, X-FACTOR'S  
CHIEF EXECUTIVE  
OFFICER.  
YET EVIDENCE IS MOUNTING  
THAT WORTHINGTON'S IN-  
COMPETENCY HEARING WAS  
HANDLED THROUGH HODGE,  
IN A CLANDESTINE FASHION  
AND--

HODGE WAS INVOLVED  
IN THAT HEARING? HE  
WAS RESPONSIBLE FOR  
THE AMPUTATION  
OF ANGEL'S WINGS?

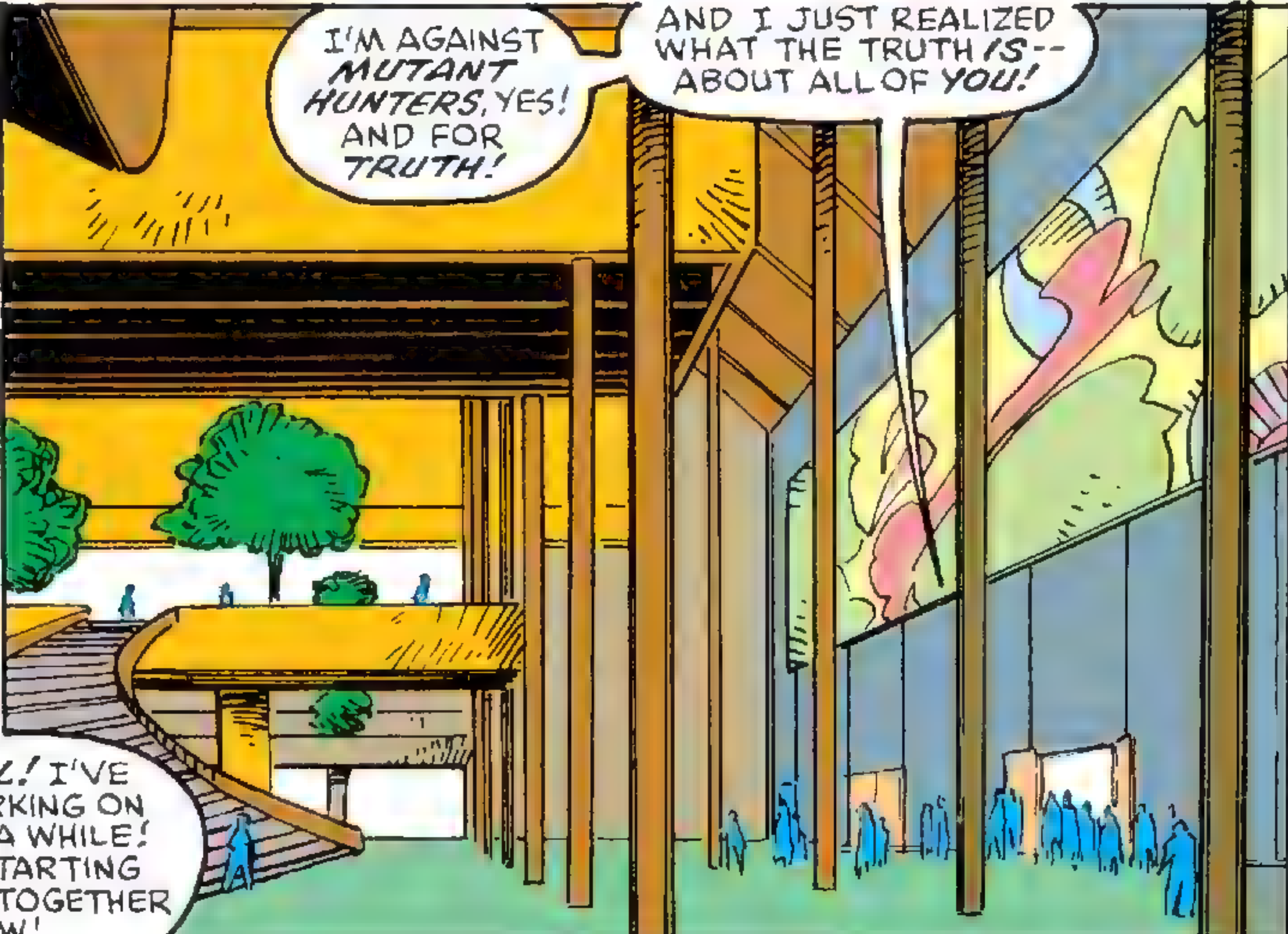
WHY ARE YOU  
TELLING US THIS,  
TILBY? WHY  
HERE... LIKE  
THIS... NOW?

I THOUGHT YOU  
HATED US MUTANT  
HUNTERS? WHAT KIND  
OF BULL IS THIS?

YOU MEAN--HE WANTED  
WARREN TO DIE? BUT...  
HE WAS WARREN'S  
FRIEND! HE--



NO BULL! I'VE  
BEEN WORKING ON  
THIS FOR A WHILE!  
AND IT'S STARTING  
TO COME TOGETHER  
NOW!

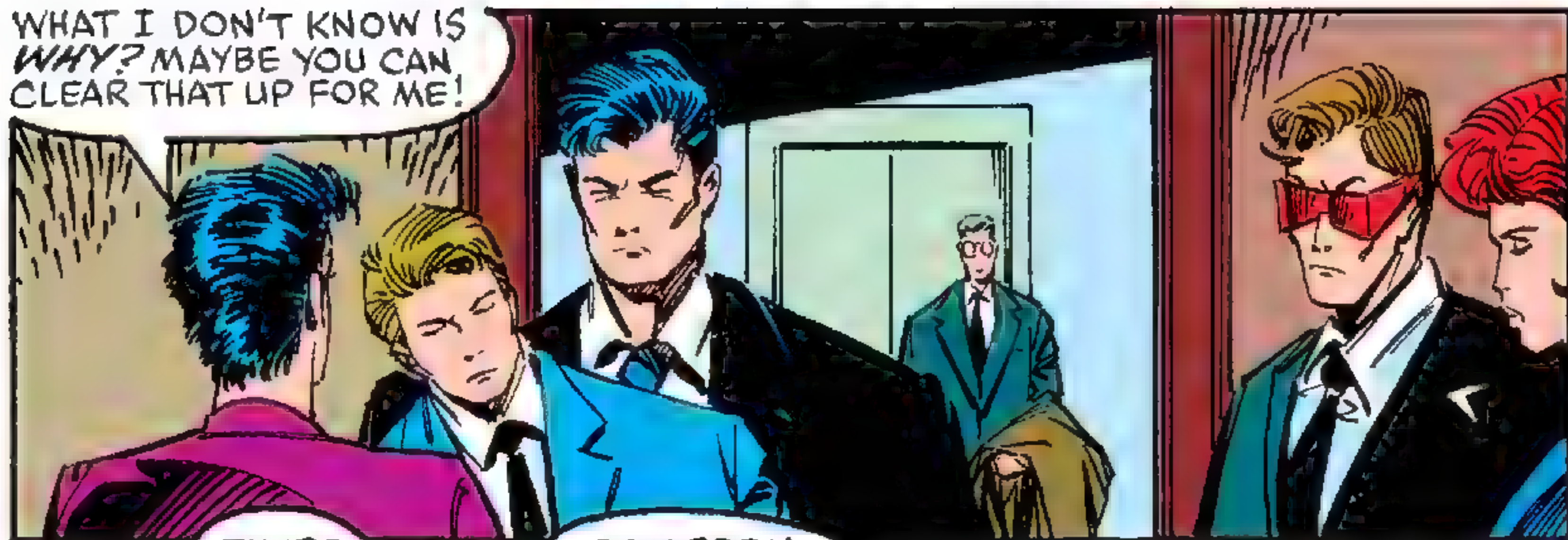


I'M AGAINST  
MUTANT  
HUNTERS, YES!  
AND FOR  
TRUTH!

AND I JUST REALIZED  
WHAT THE TRUTH IS--  
ABOUT ALL OF YOU!



WHAT I DON'T KNOW IS WHY? MAYBE YOU CAN CLEAR THAT UP FOR ME!



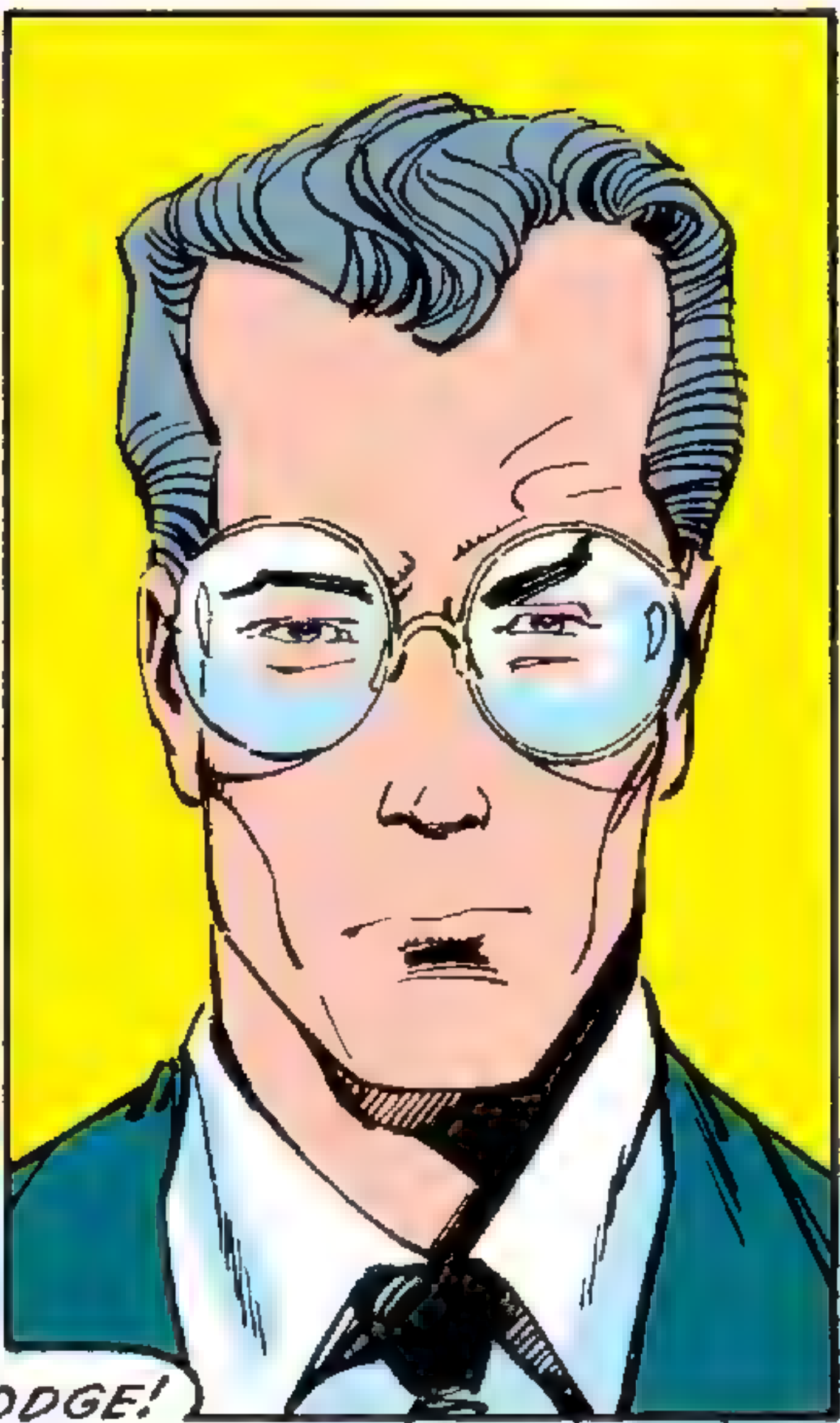
THERE THEY COME!

THE OTHERS!

CAMERON HODGE! CAN WE HAVE YOUR COMMENTS ON--



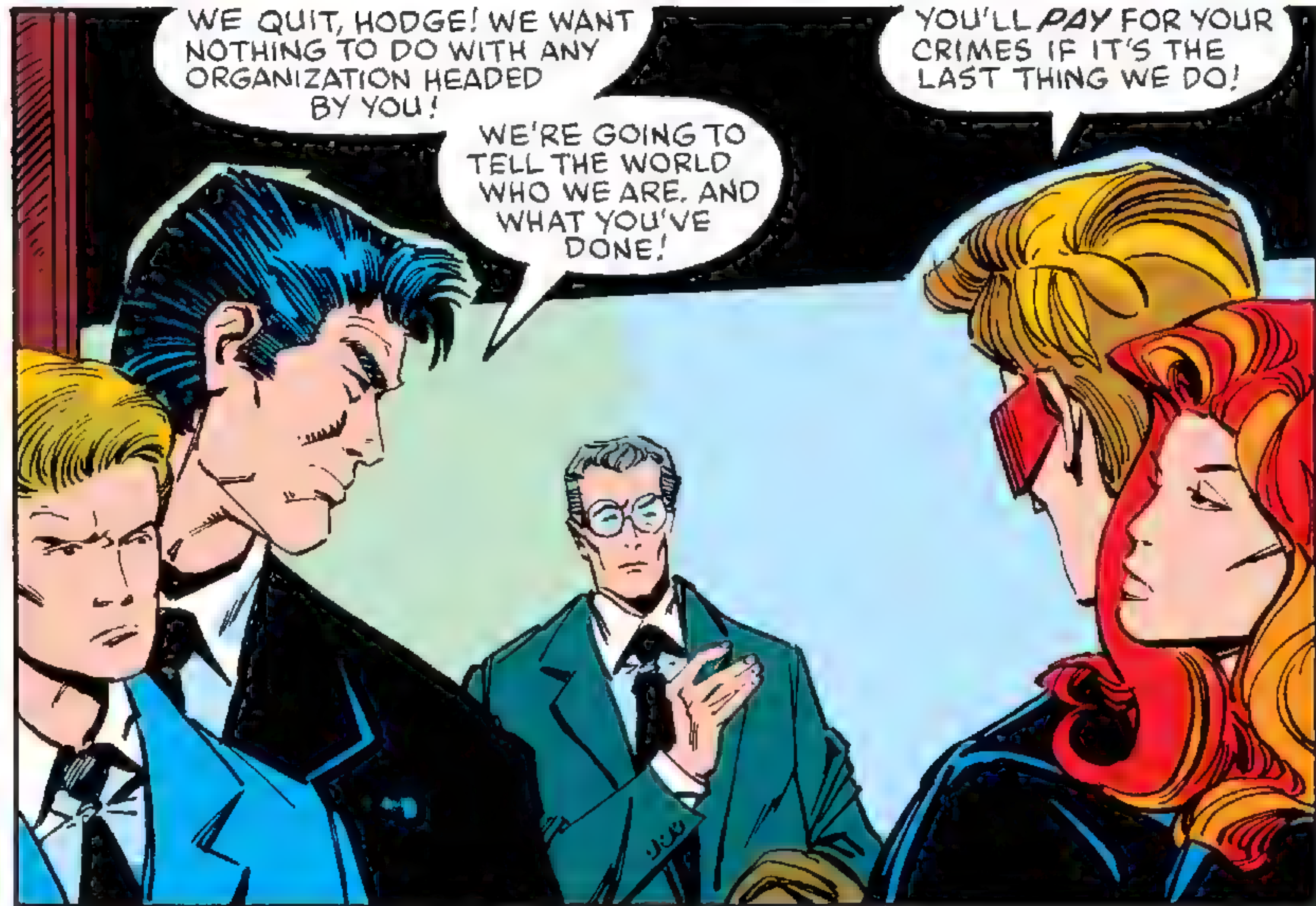
HODGE!



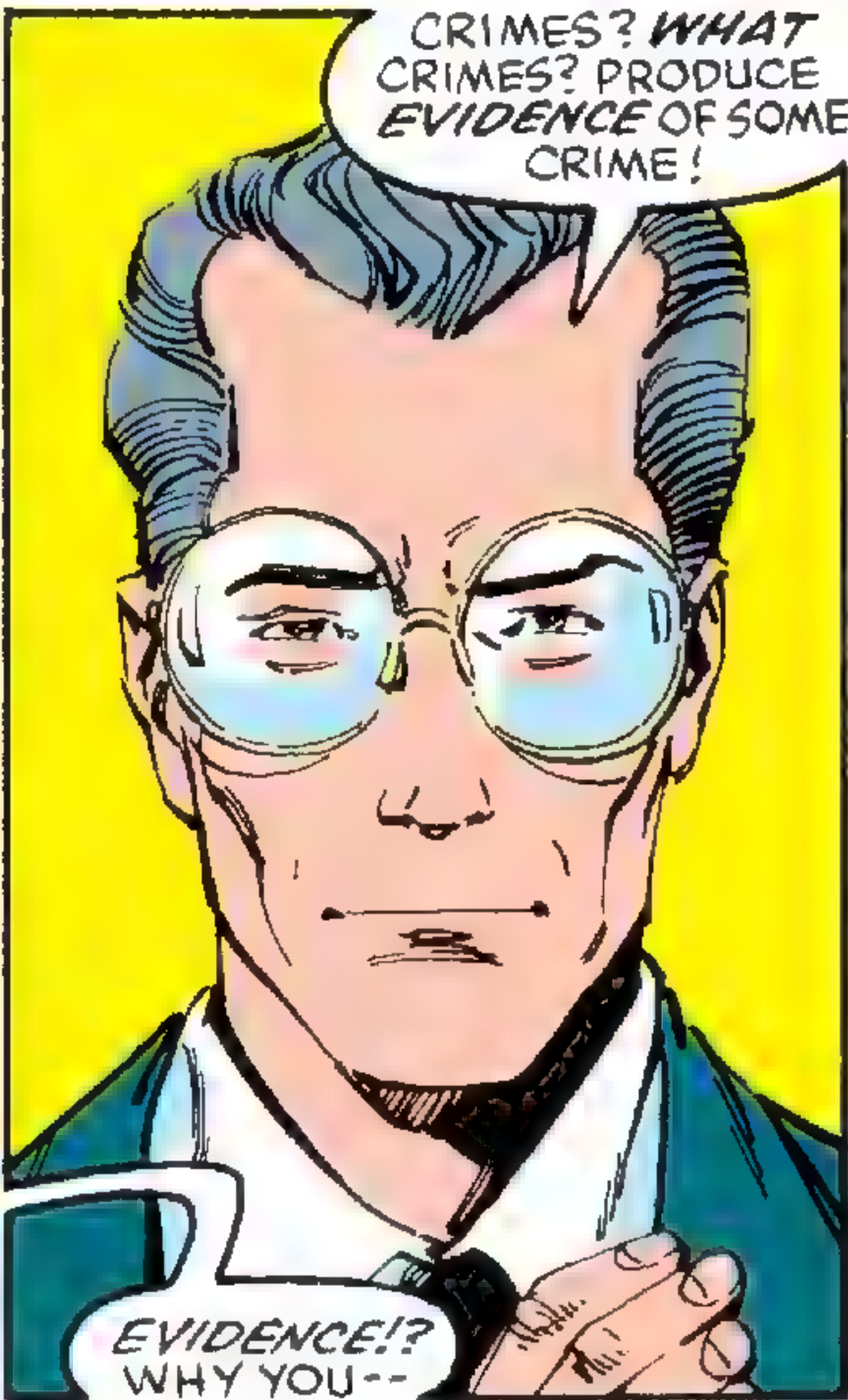
WE QUIT, HODGE! WE WANT NOTHING TO DO WITH ANY ORGANIZATION HEADED BY YOU!

WE'RE GOING TO TELL THE WORLD WHO WE ARE. AND WHAT YOU'VE DONE!

YOU'LL PAY FOR YOUR CRIMES IF IT'S THE LAST THING WE DO!



CRIMES? WHAT CRIMES? PRODUCE EVIDENCE OF SOME CRIME!



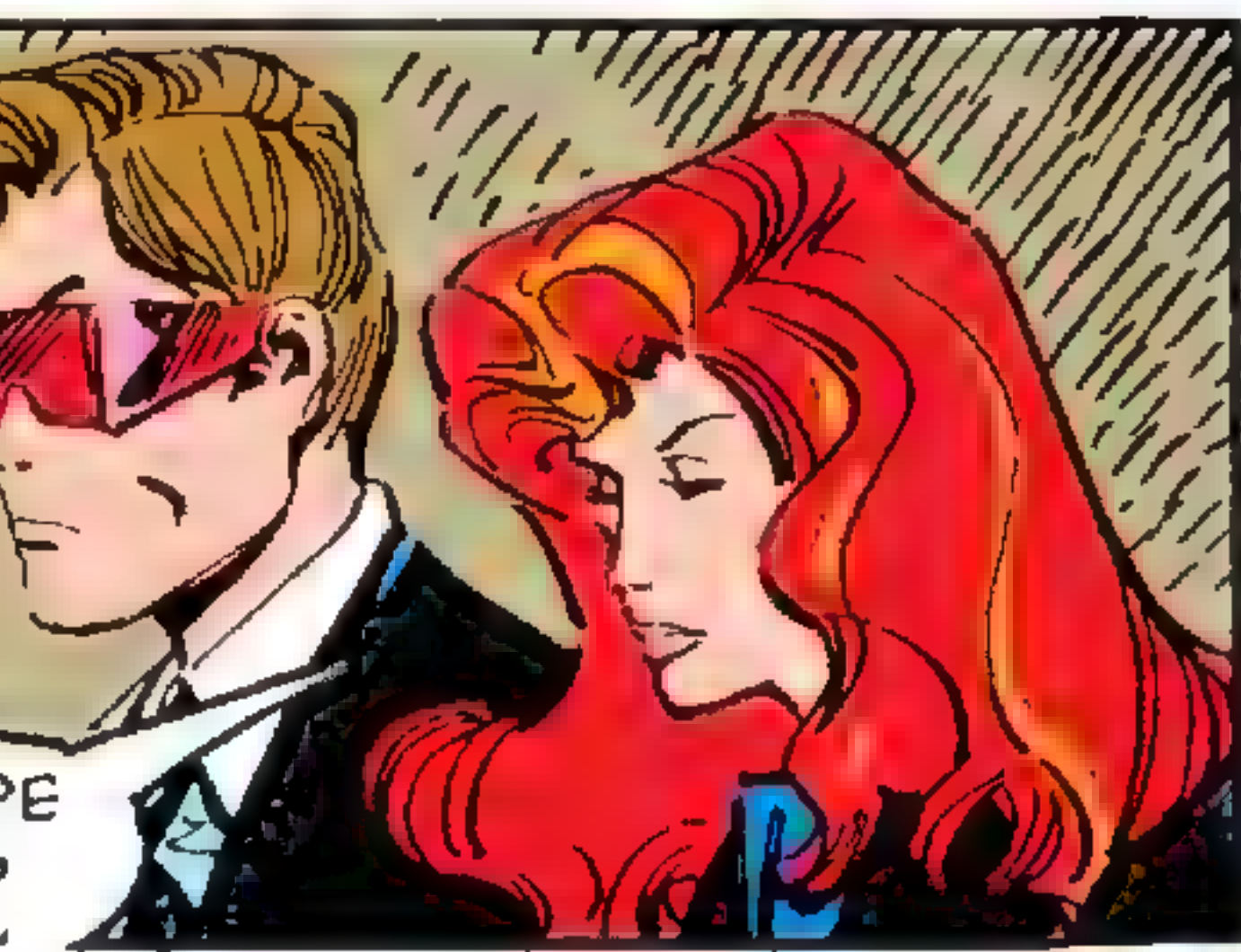
EVIDENCE!? WHY YOU--

CHILL OUT, BOBBY! WE CAN'T KILL HIM...THOUGH HE MAY DESERVE IT!

WE'VE GOT TO FIGHT HIM LEGALLY--STOP HIS CAMPAIGN.



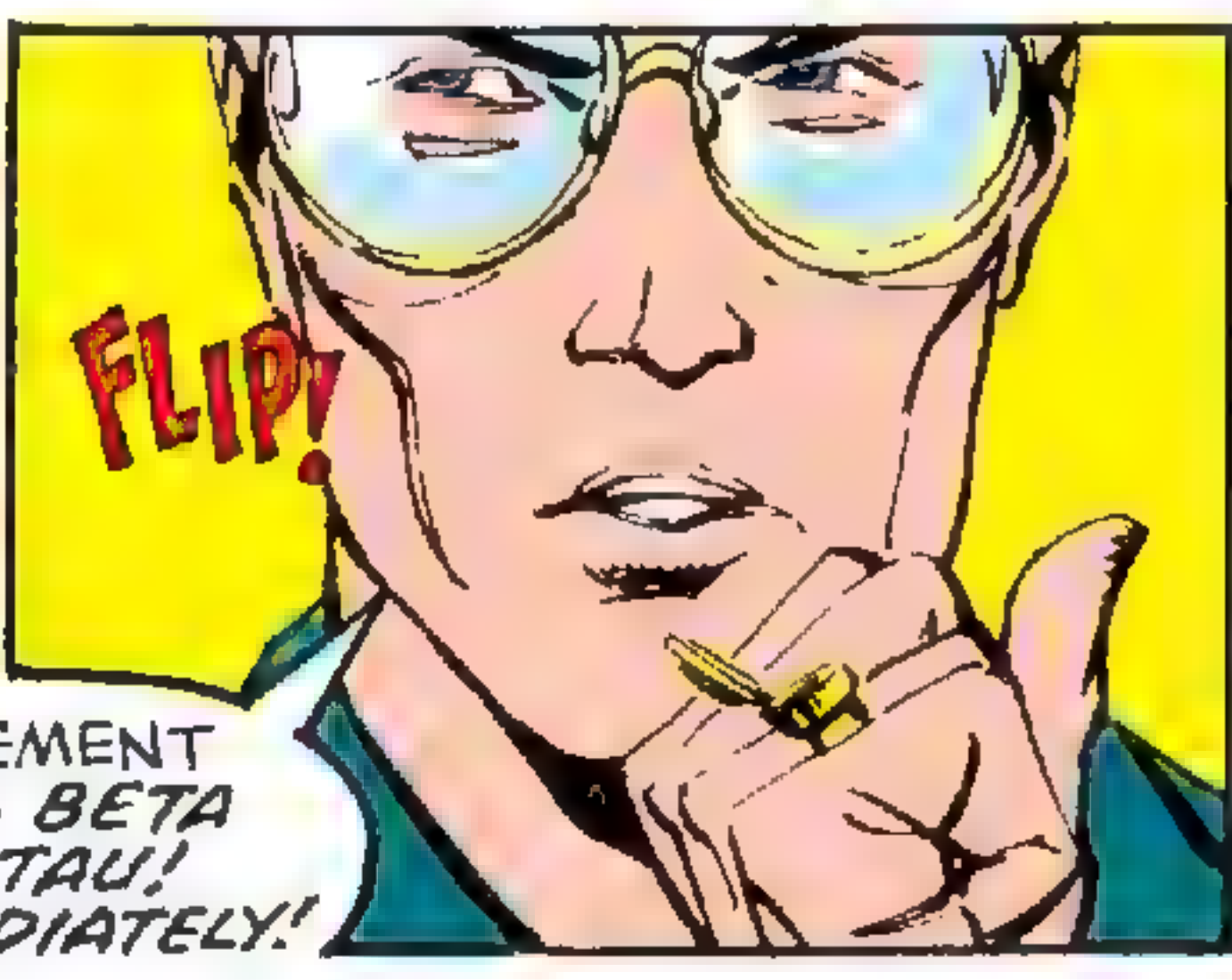
DESTROY ANY HOPE HE HAS OF HURTING OTHER MUTANTS.



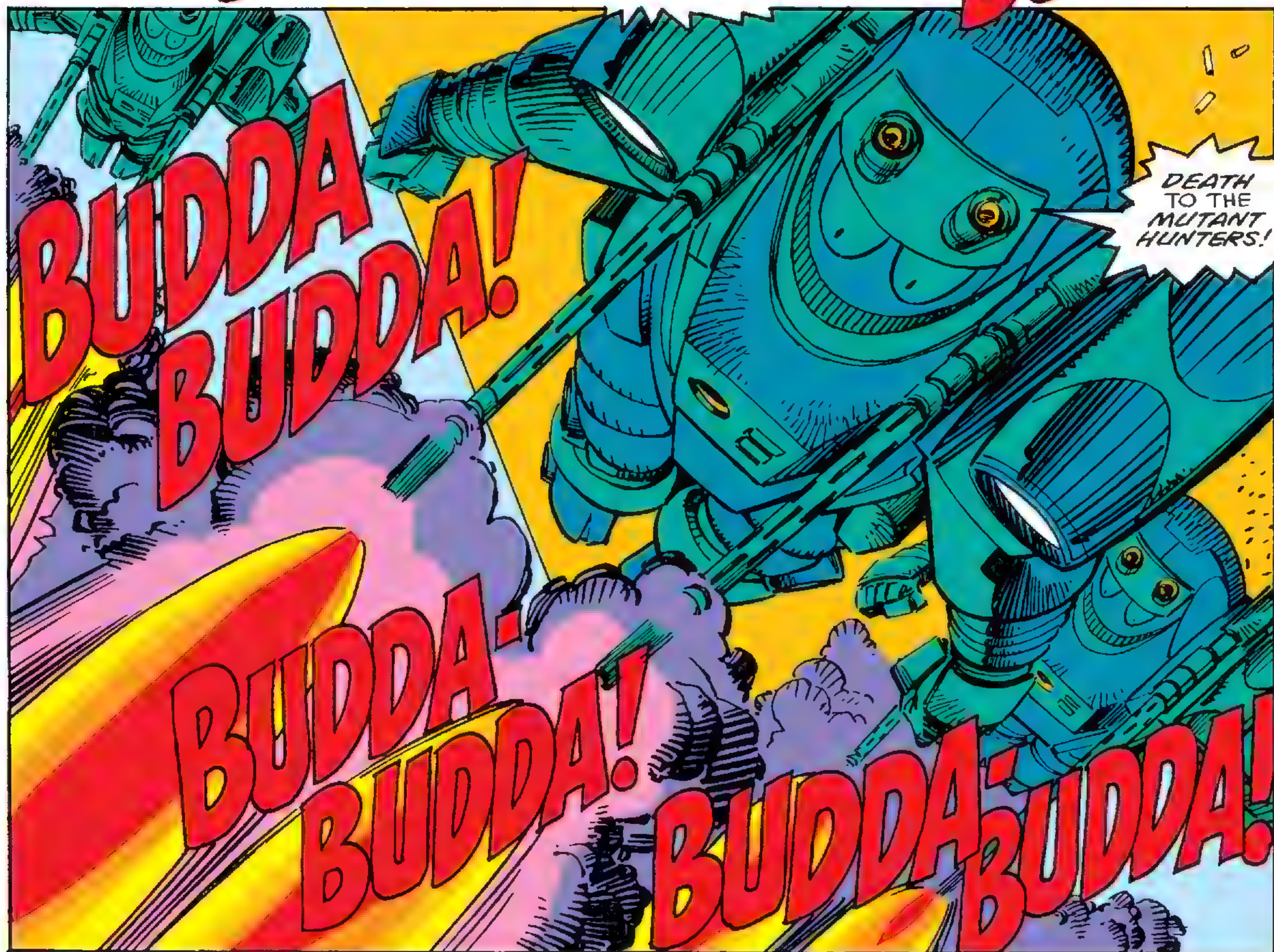
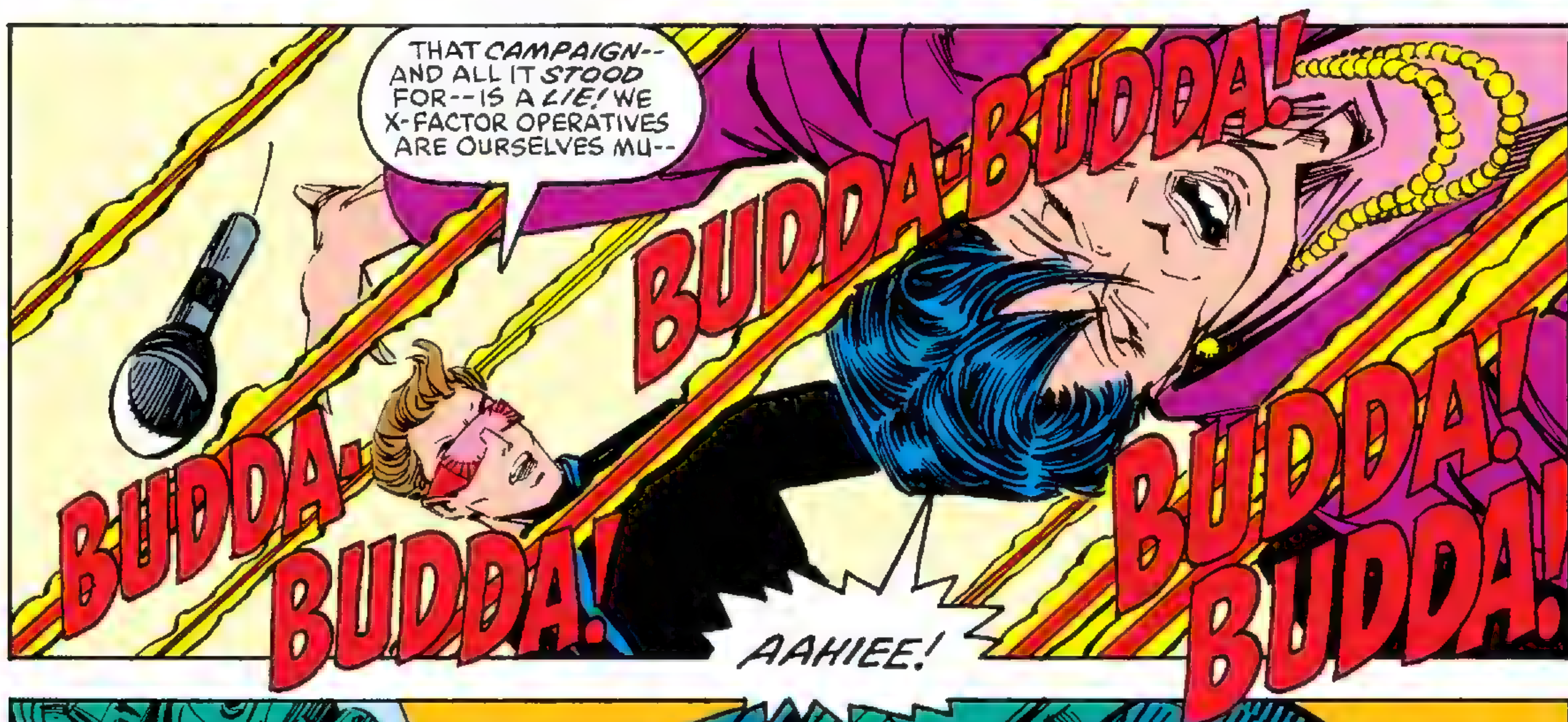
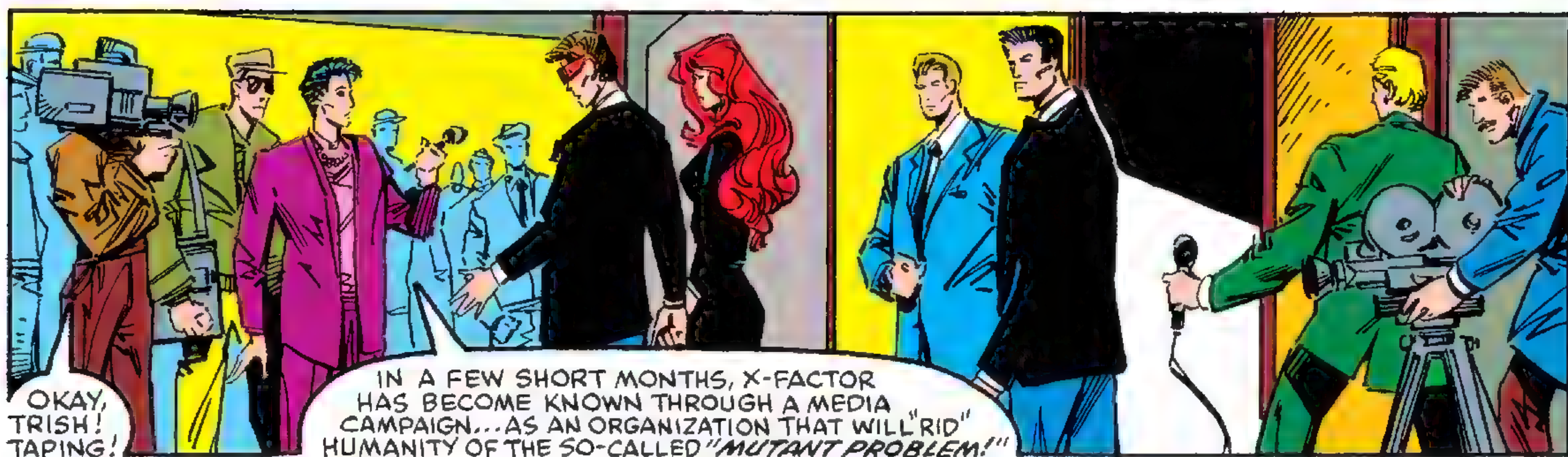
FLIP!

YOU WANT A STORY, MISS TILBY? YOU GOT A STORY!

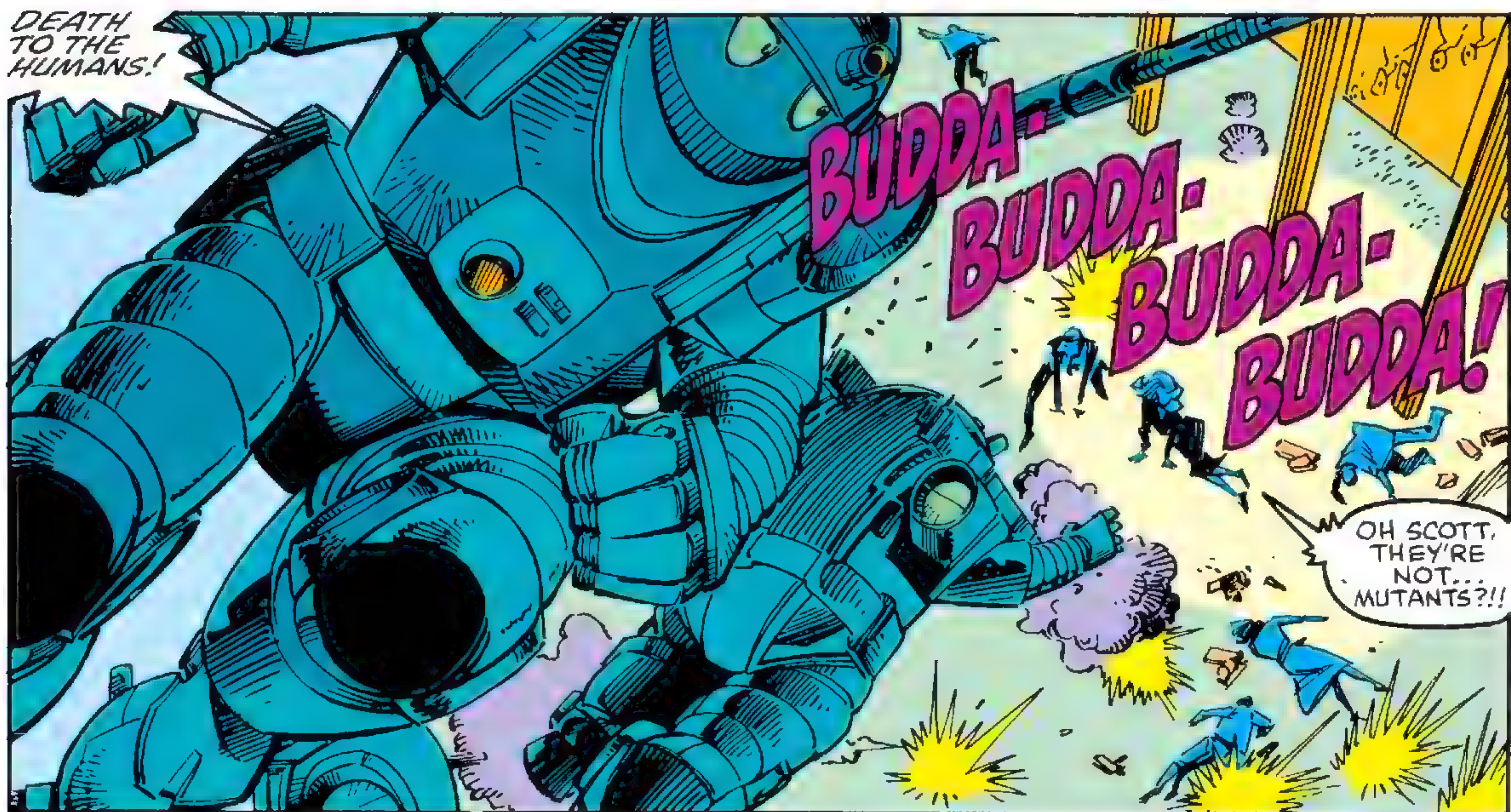
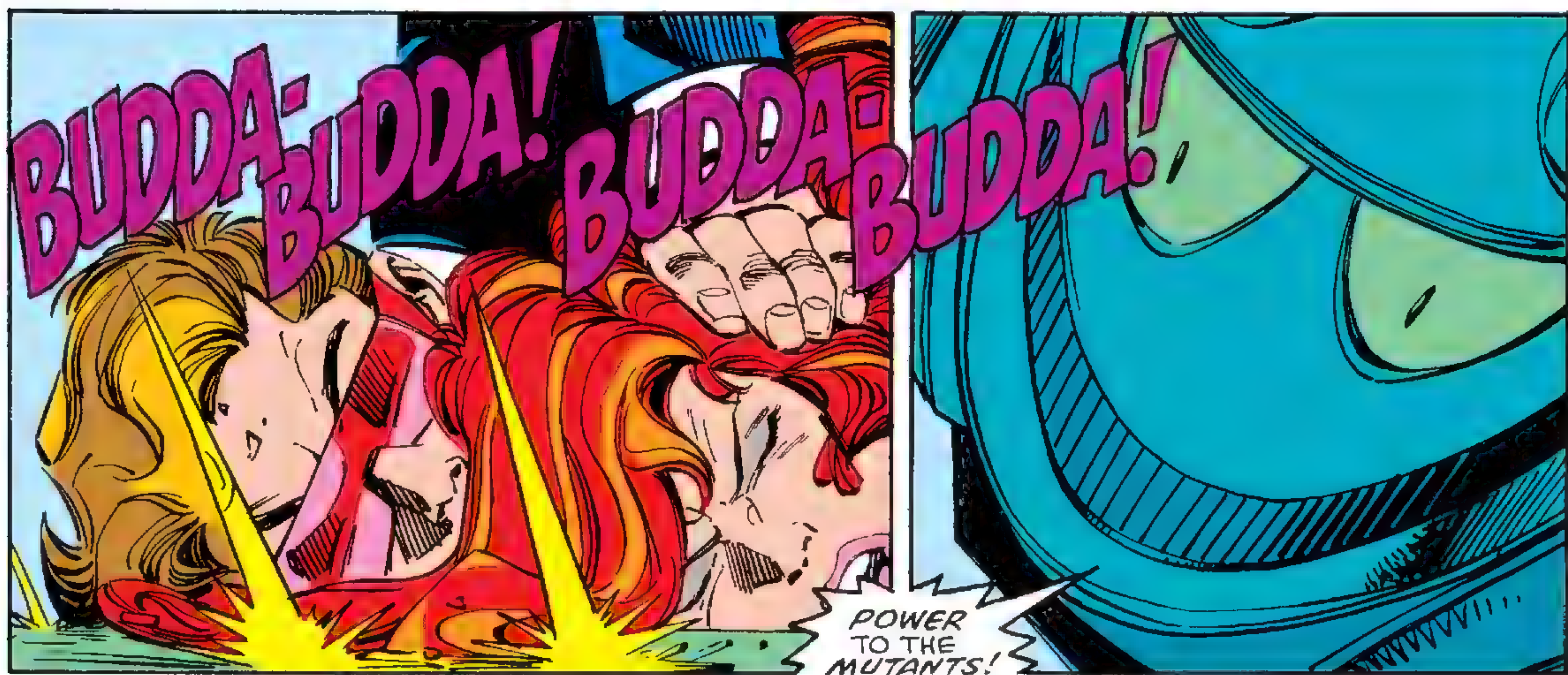
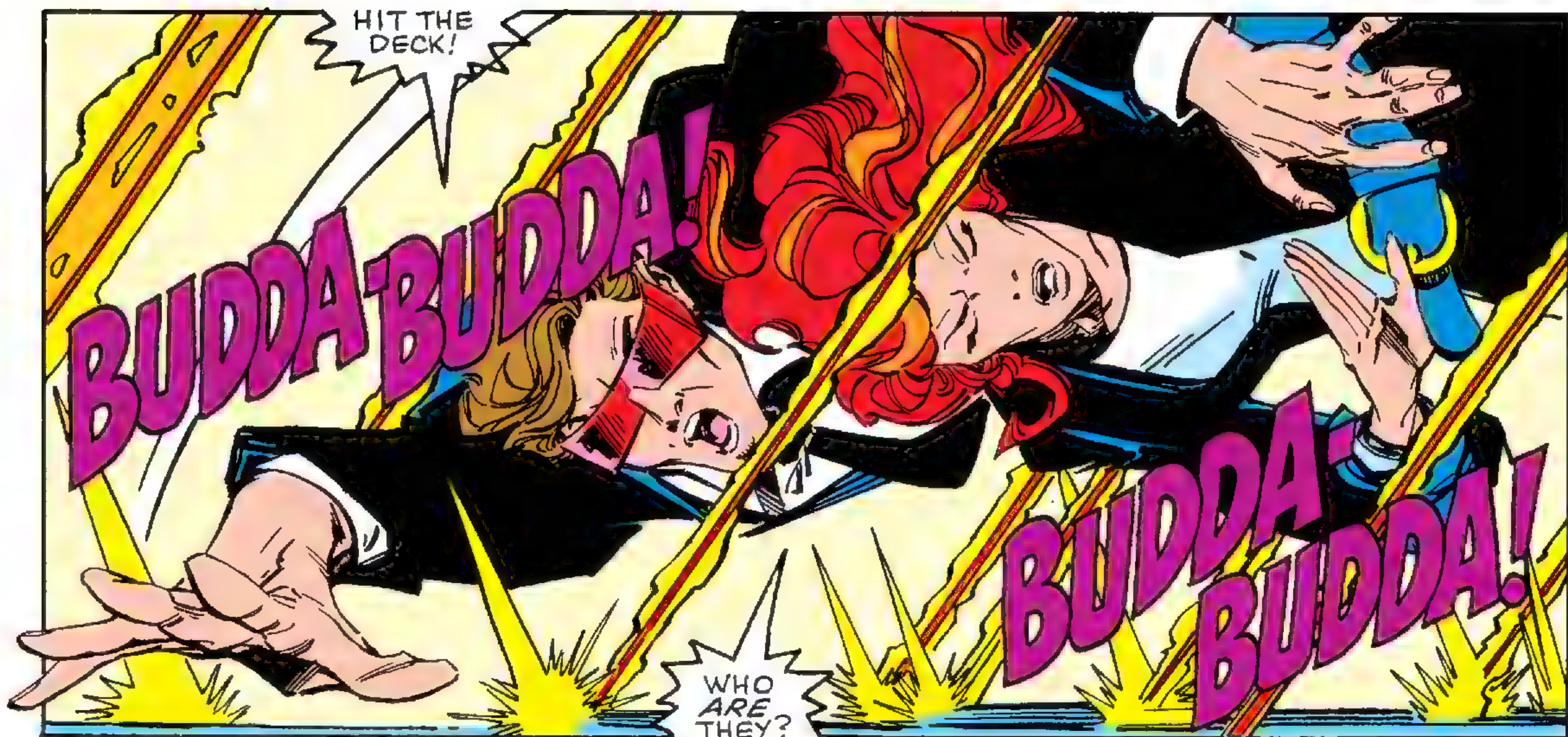
IMPLEMENT PLANS BETA AND TAU! IMMEDIATELY!



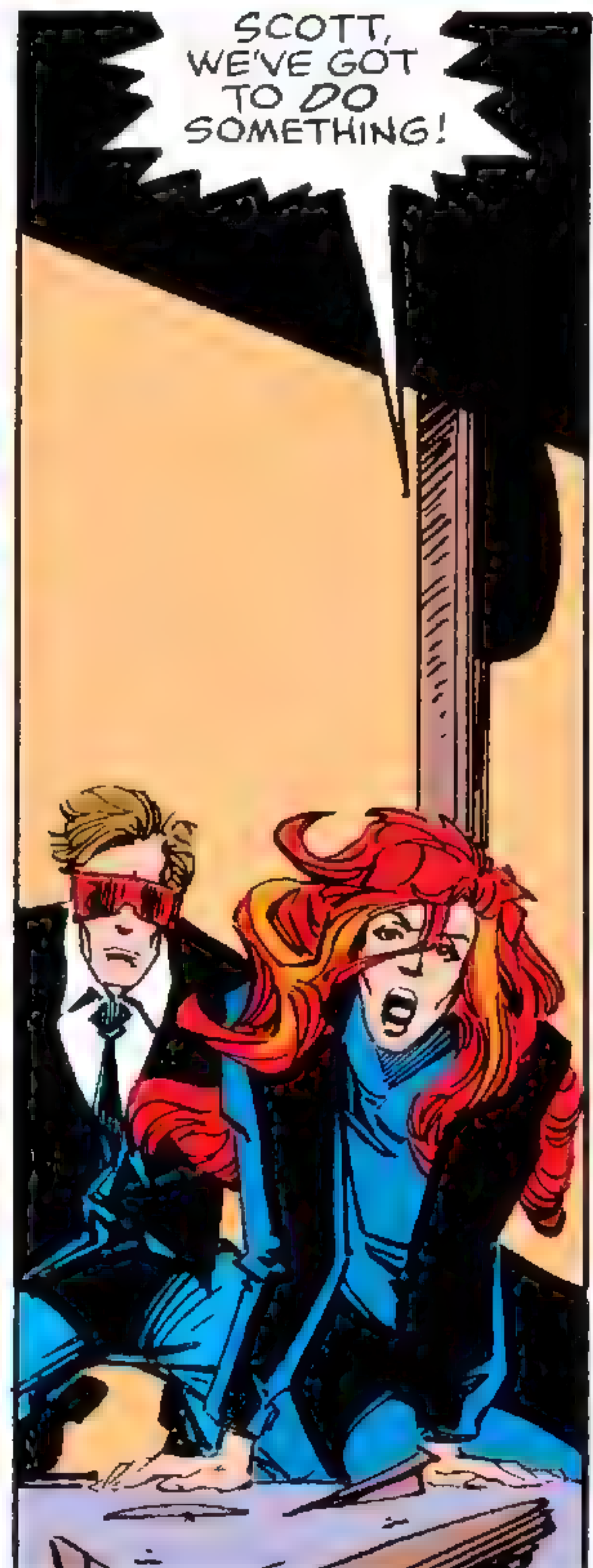
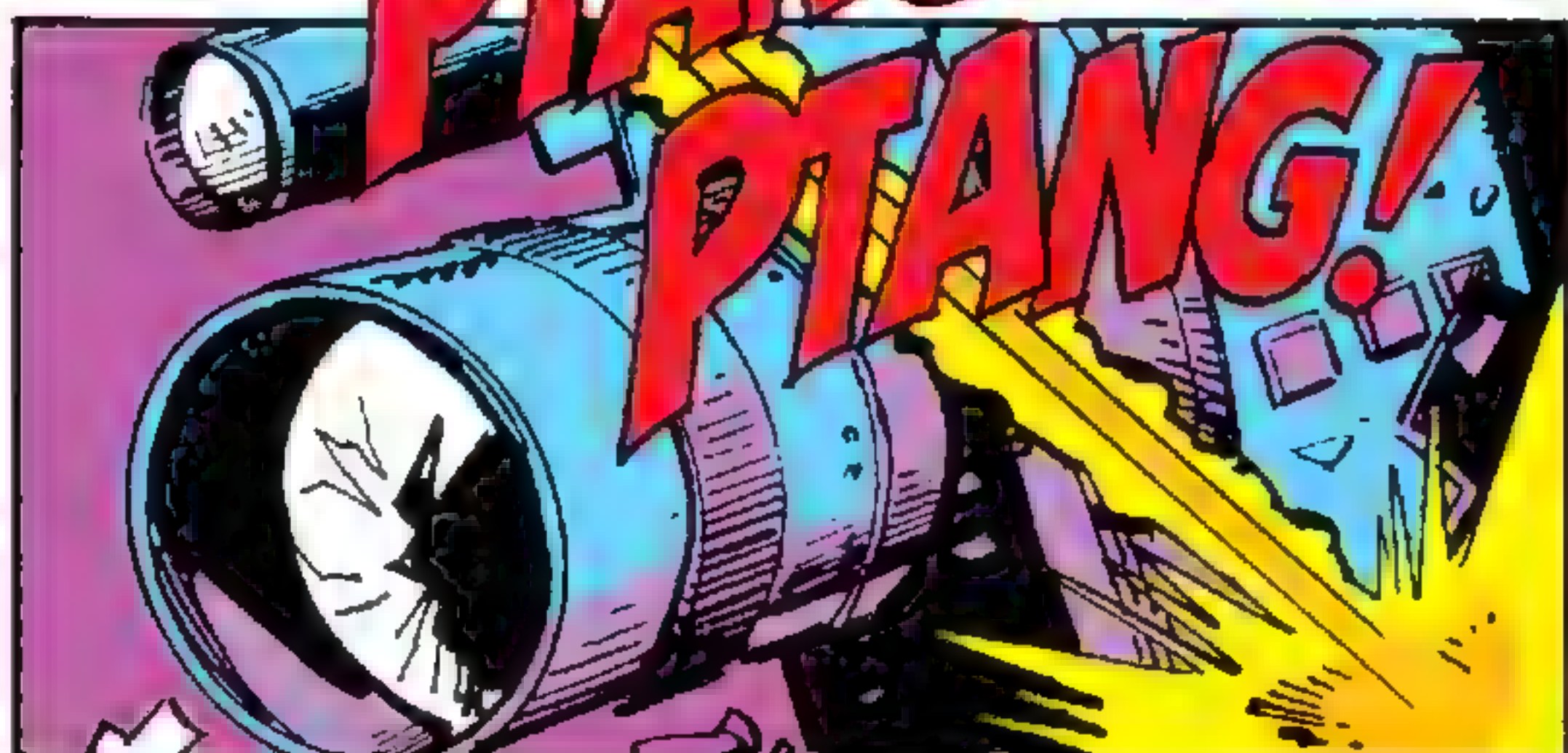
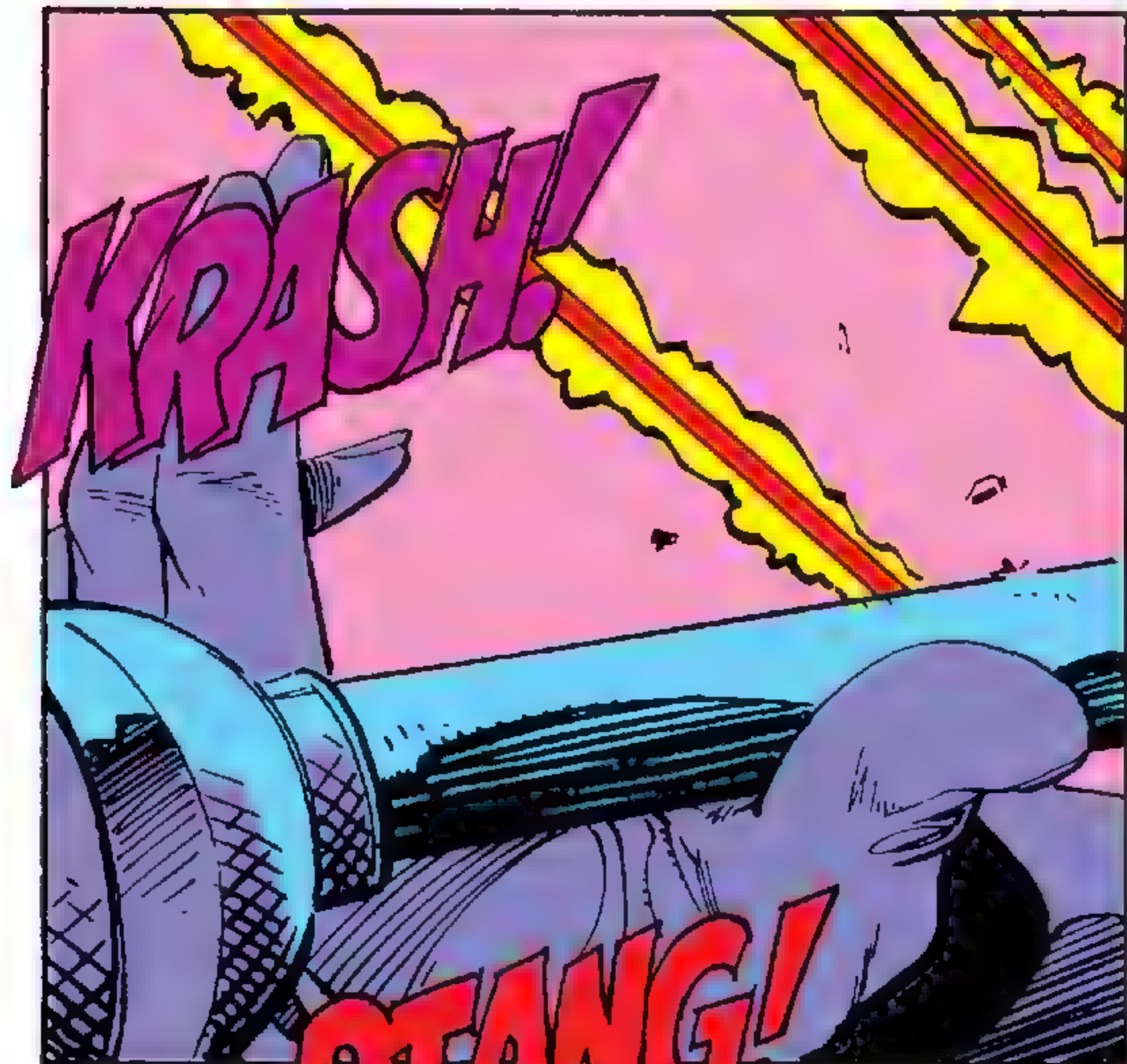
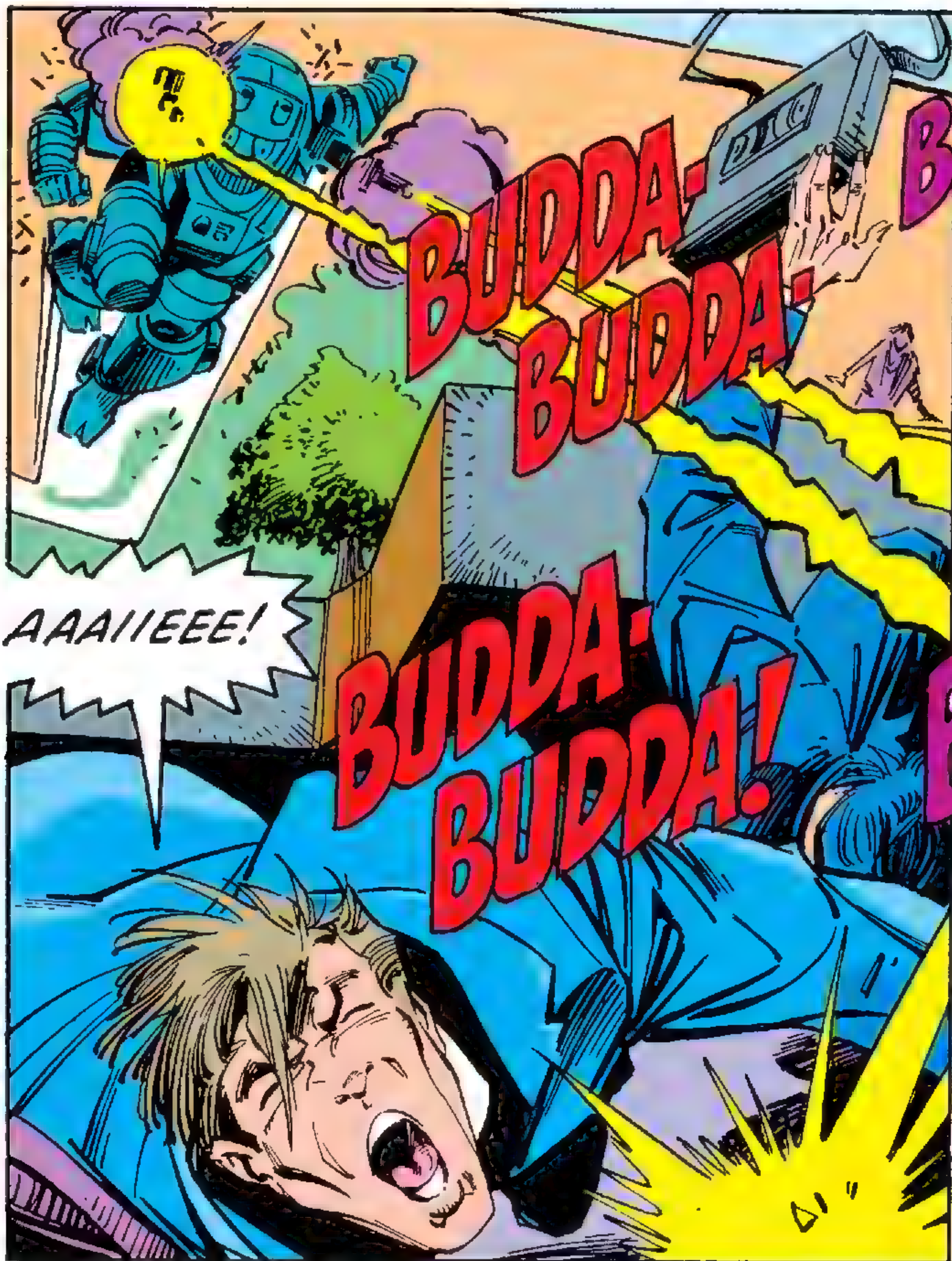




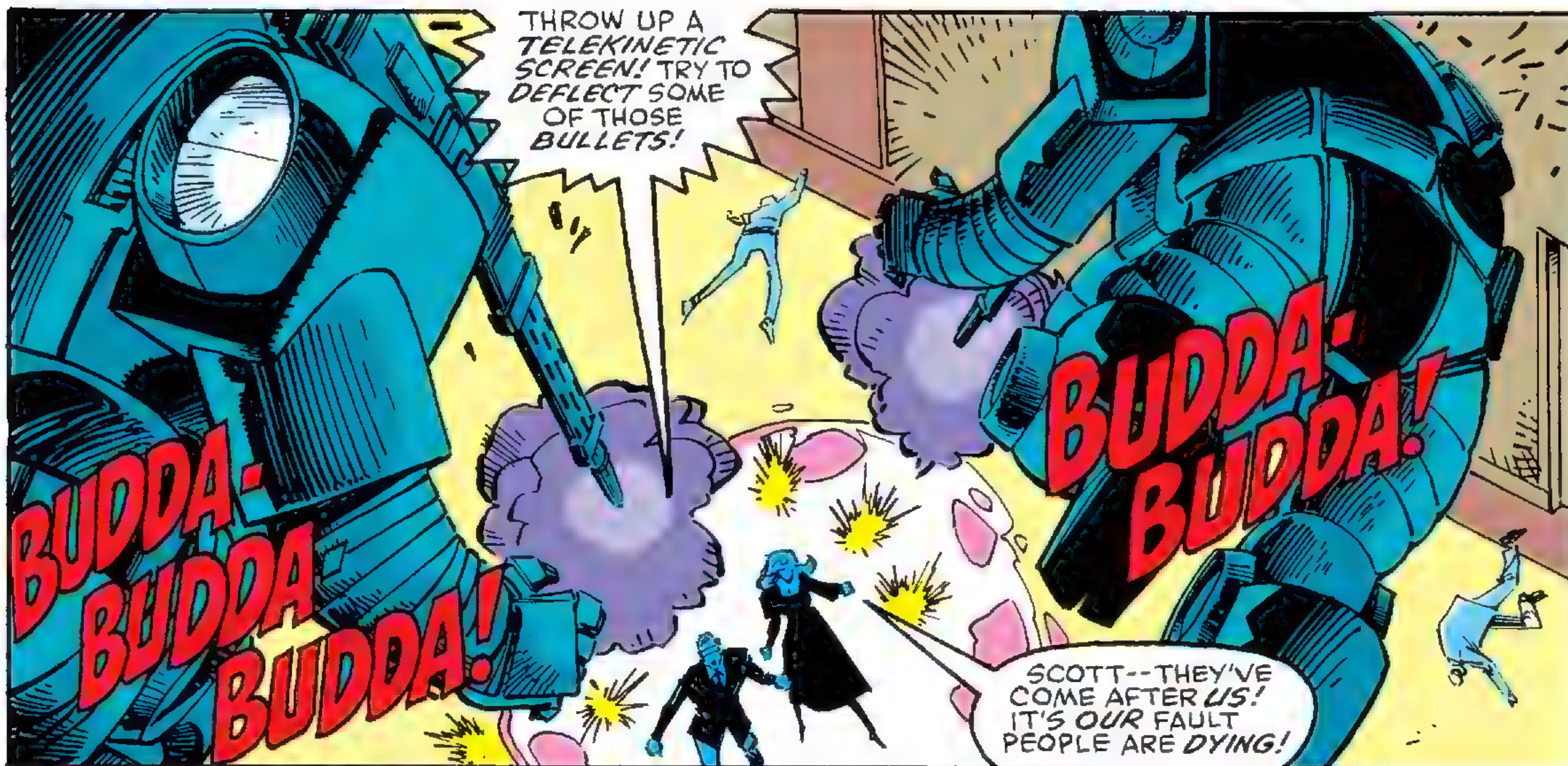












THROW UP A  
TELEKINETIC  
SCREEN! TRY TO  
DEFLECT SOME  
OF THOSE  
BULLETS!

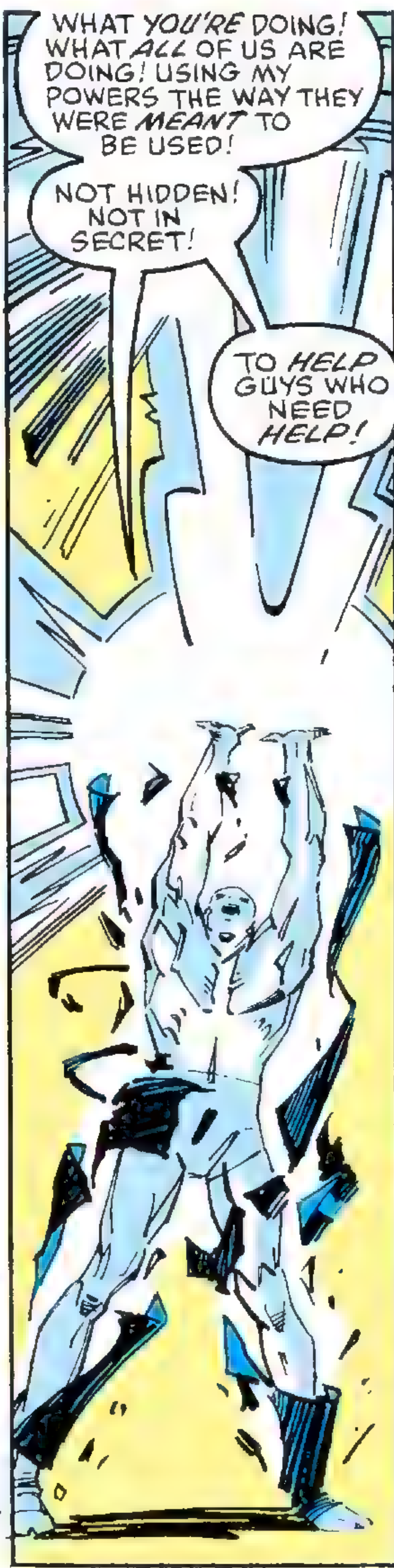
SCOTT--THEY'VE  
COME AFTER US!  
IT'S OUR FAULT  
PEOPLE ARE DYING!



AND THAT'S  
GONNA STOP!

BUDDA-  
BUDDA  
BUDDA!

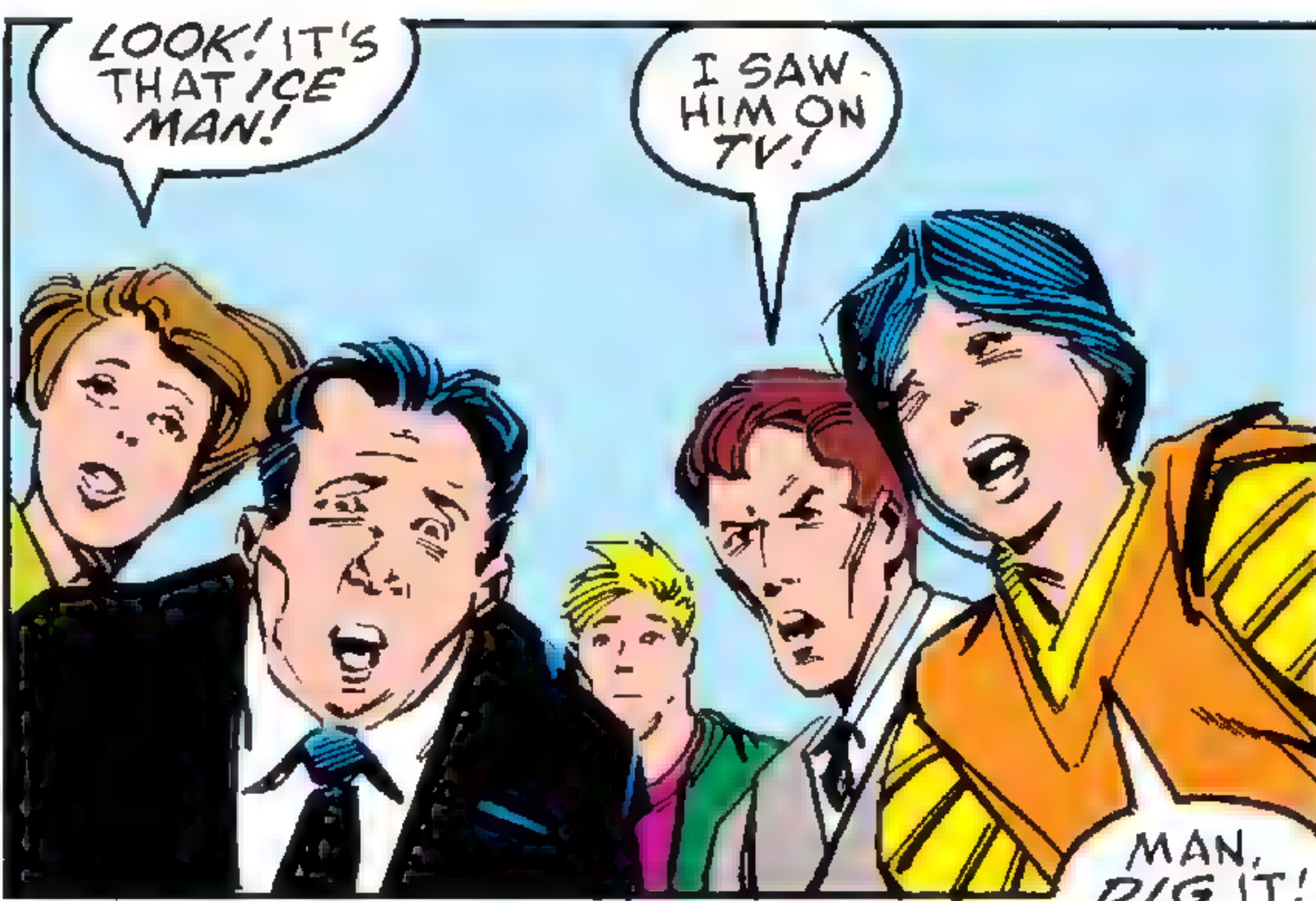
I'M  
GETTING  
TRISH OUT  
OF THIS!  
SHE'S HURT  
BAD! BOBBY--  
WHAT'RE YOU  
DOING?



WHAT YOU'RE DOING!  
WHAT ALL OF US ARE  
DOING! USING MY  
POWERS THE WAY THEY  
WERE MEANT TO  
BE USED!

NOT HIDDEN!  
NOT IN  
SECRET!

TO HELP  
GUYS WHO  
NEED  
HELP!



LOOK! IT'S  
THAT ICE  
MAN!

I SAW  
HIM ON  
TV!

MAN,  
DIG IT!  
AN ICE  
SHIELD!

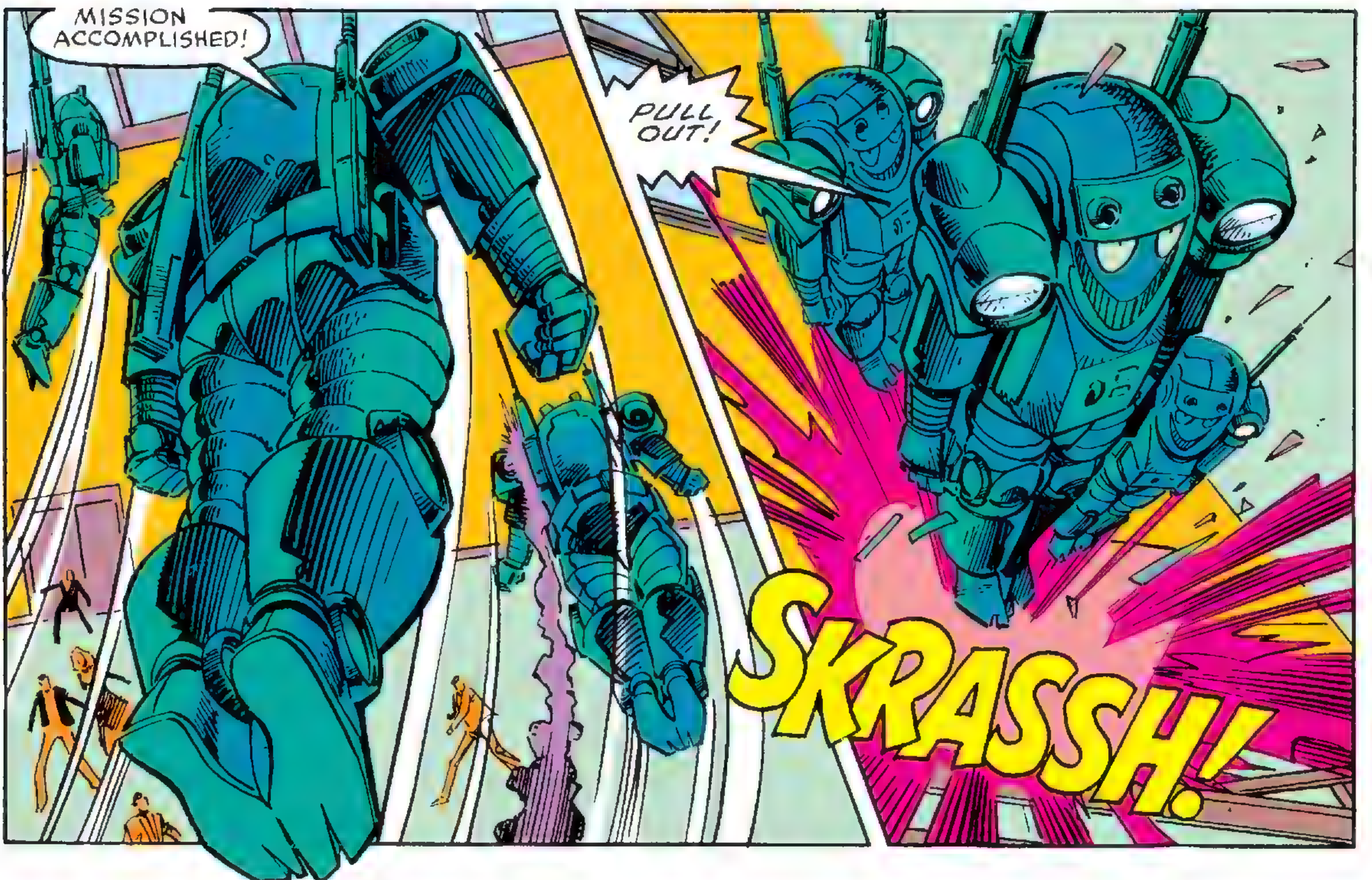
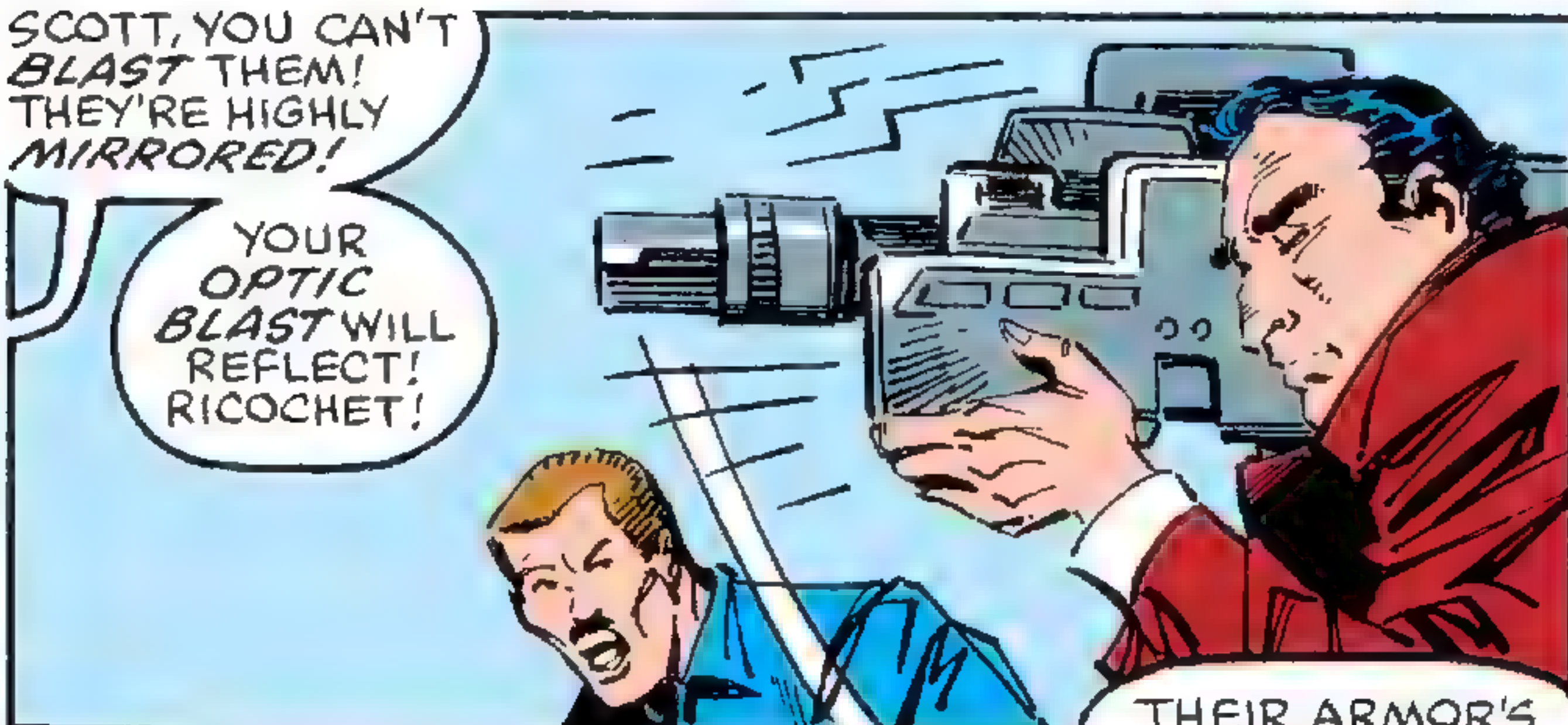
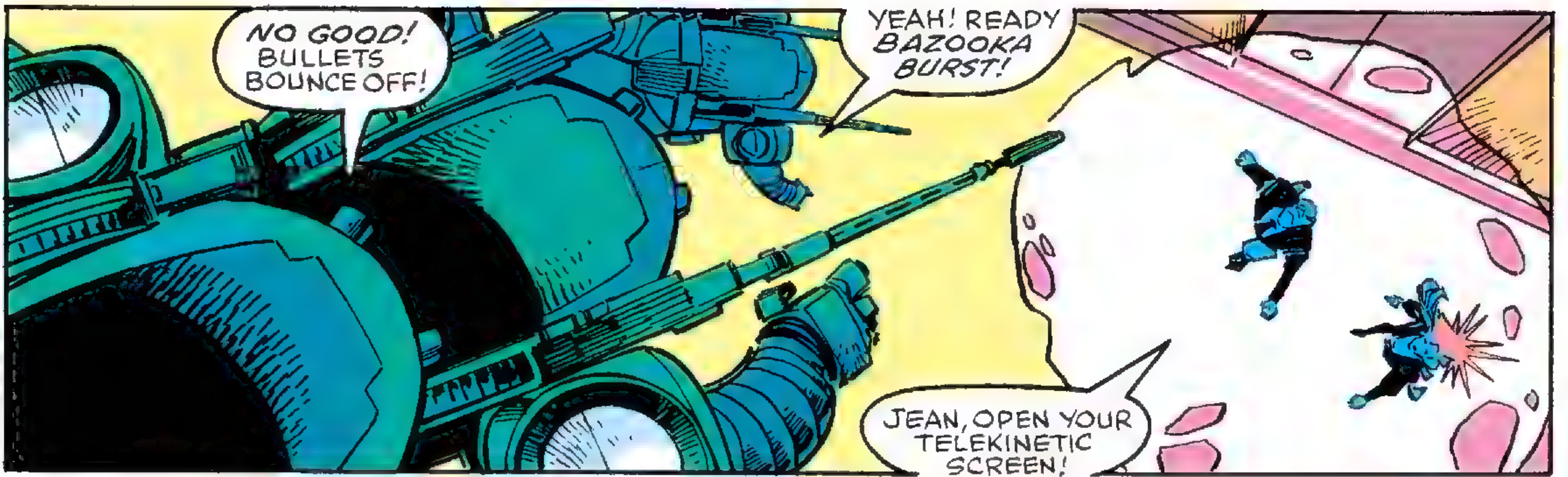


CRACK!!  
ACK!! ACK!

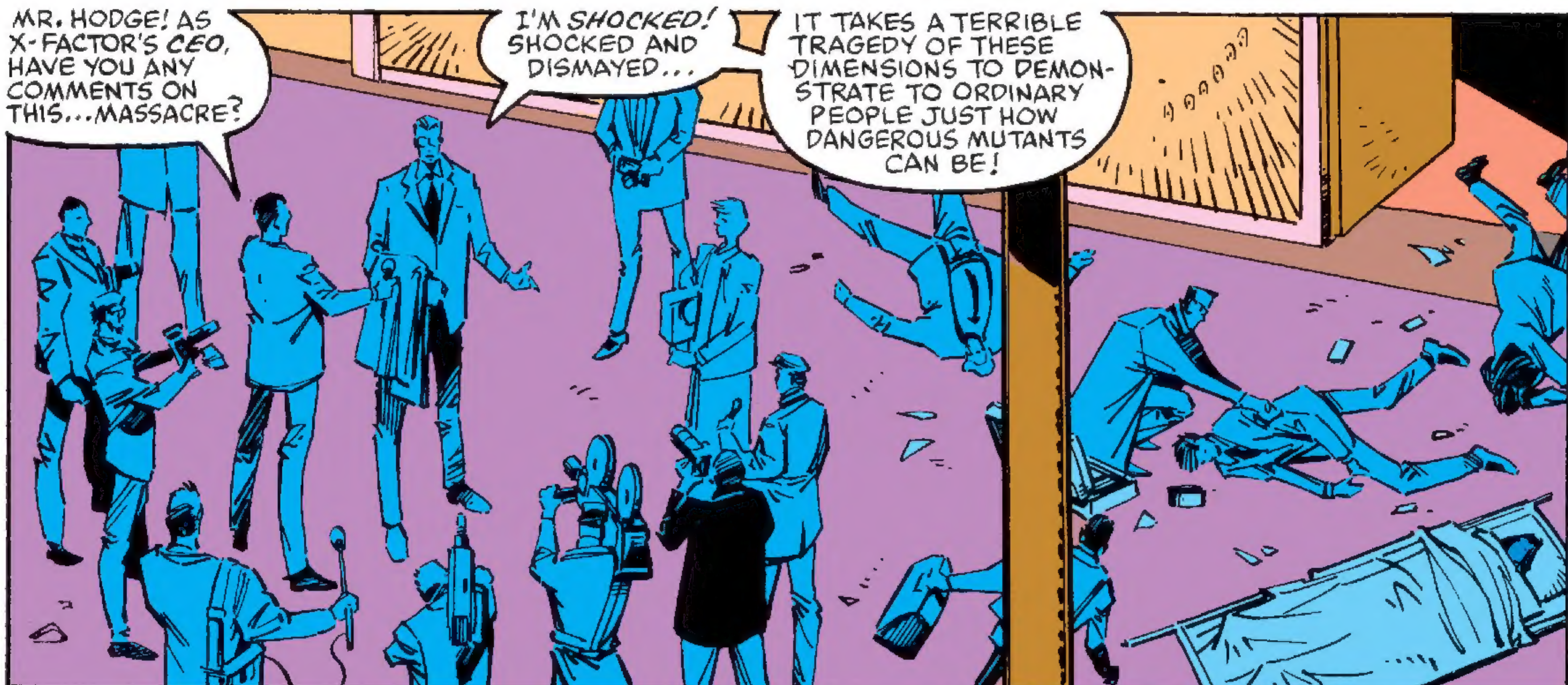
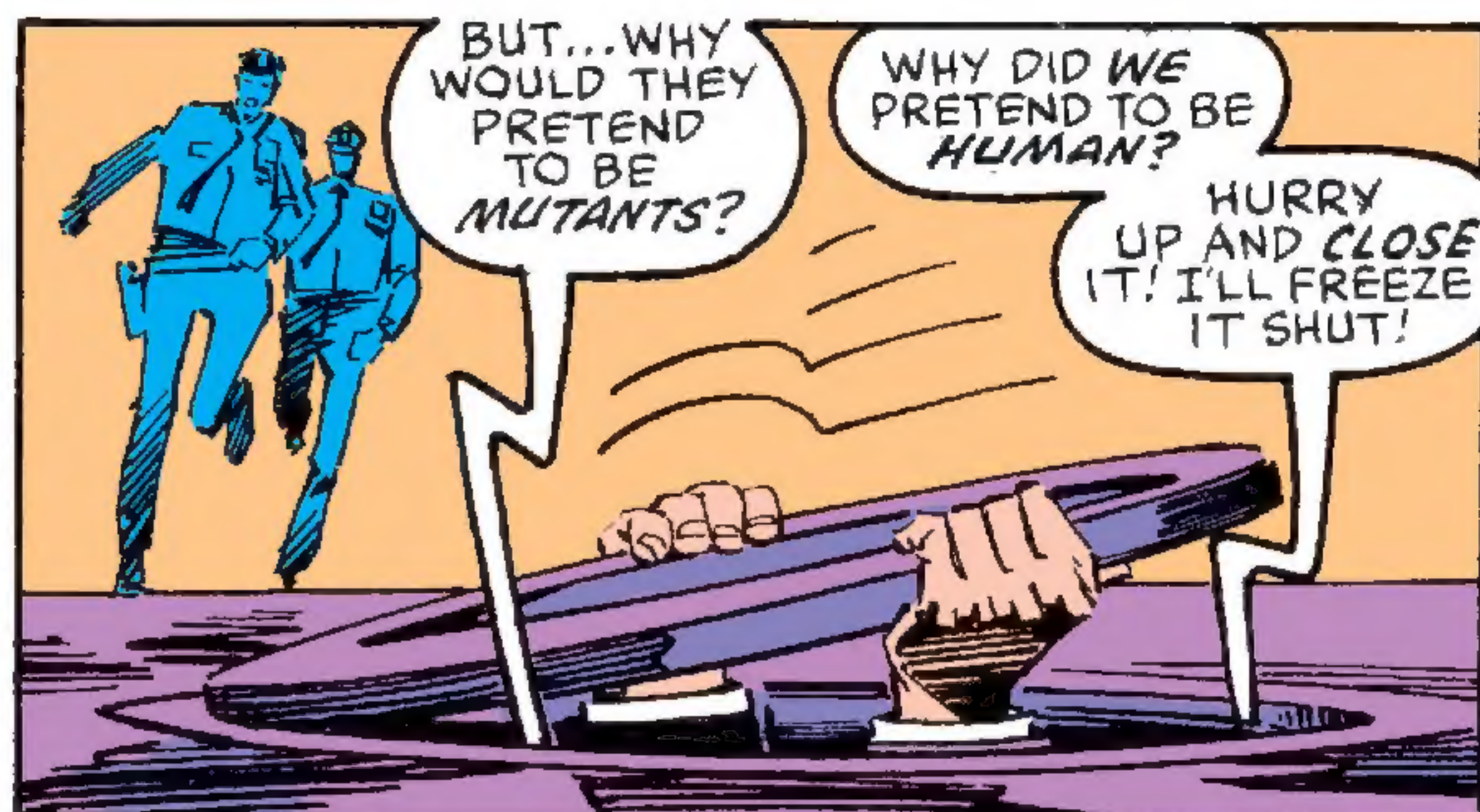
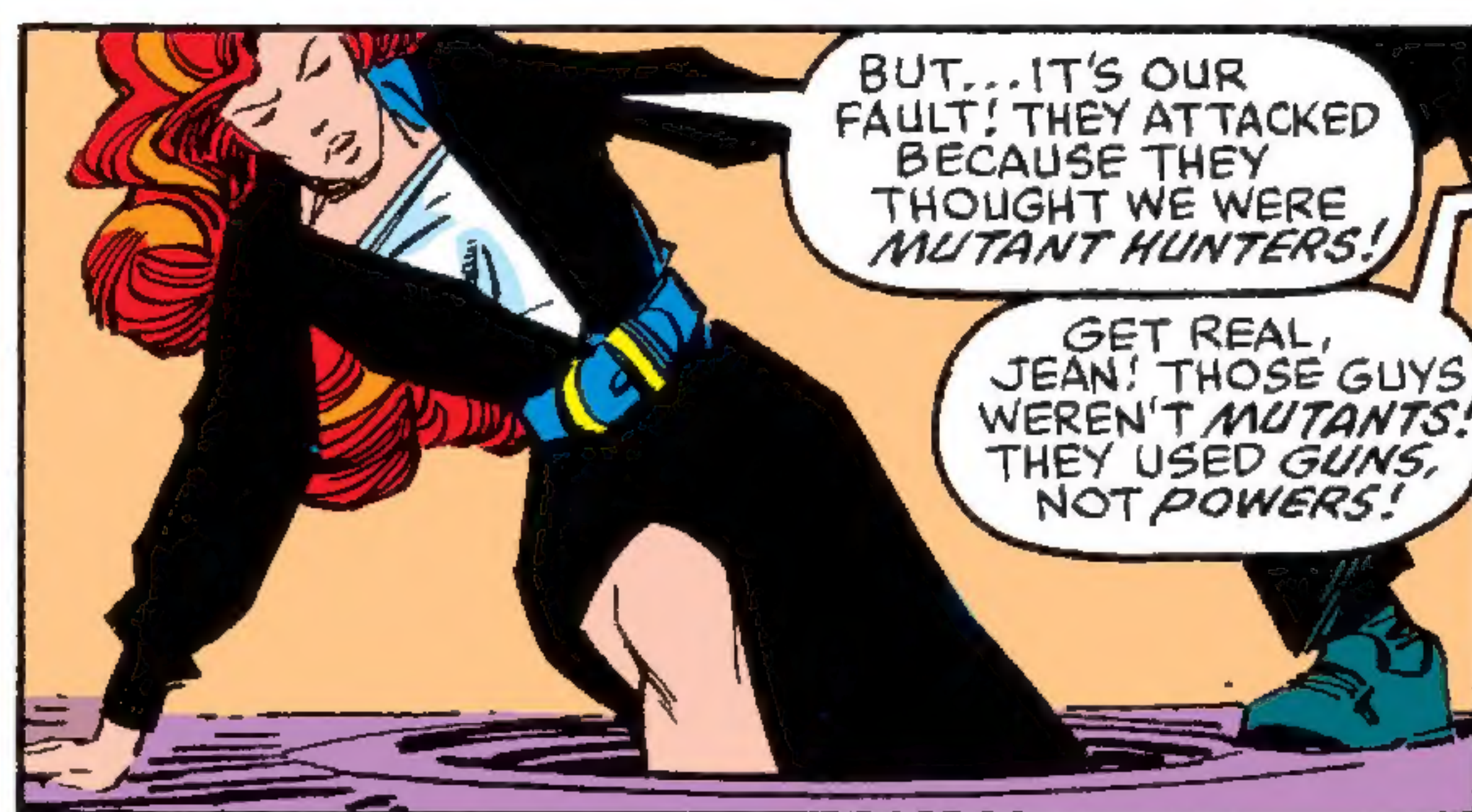
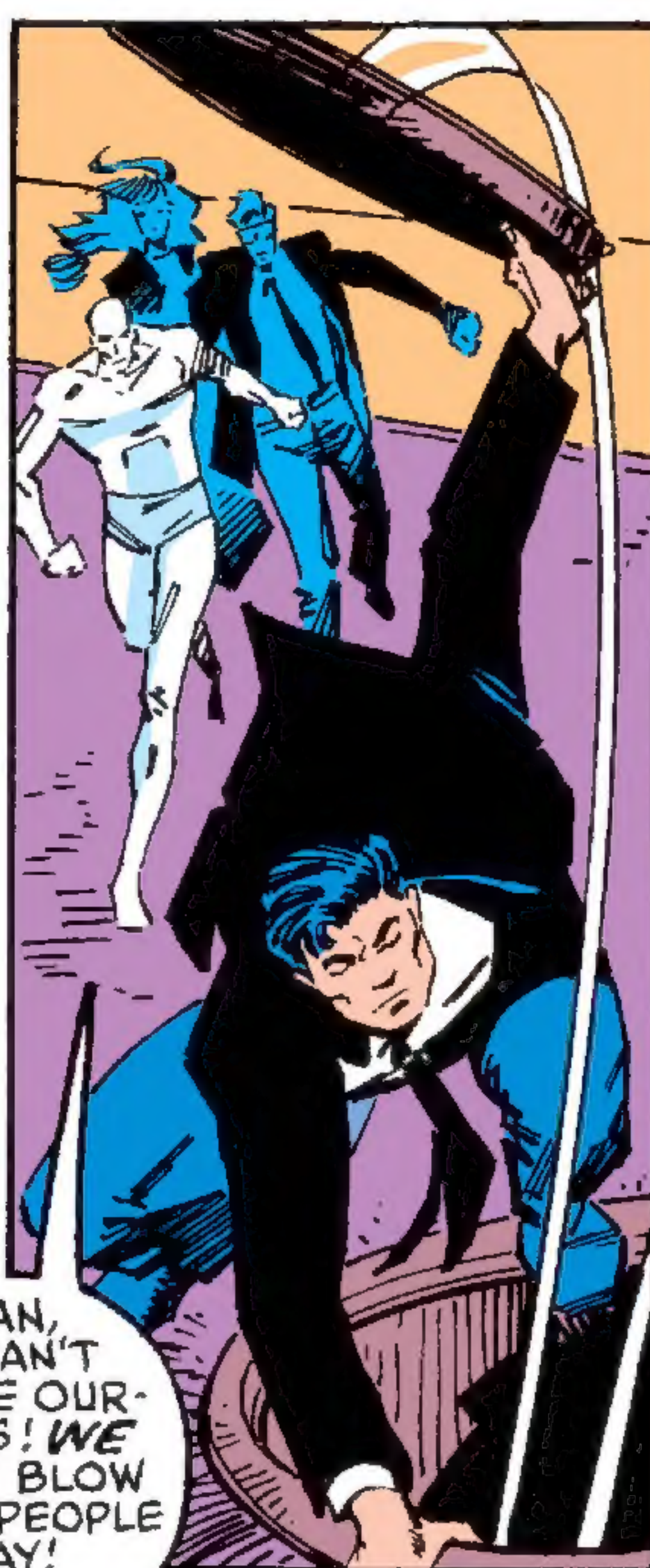
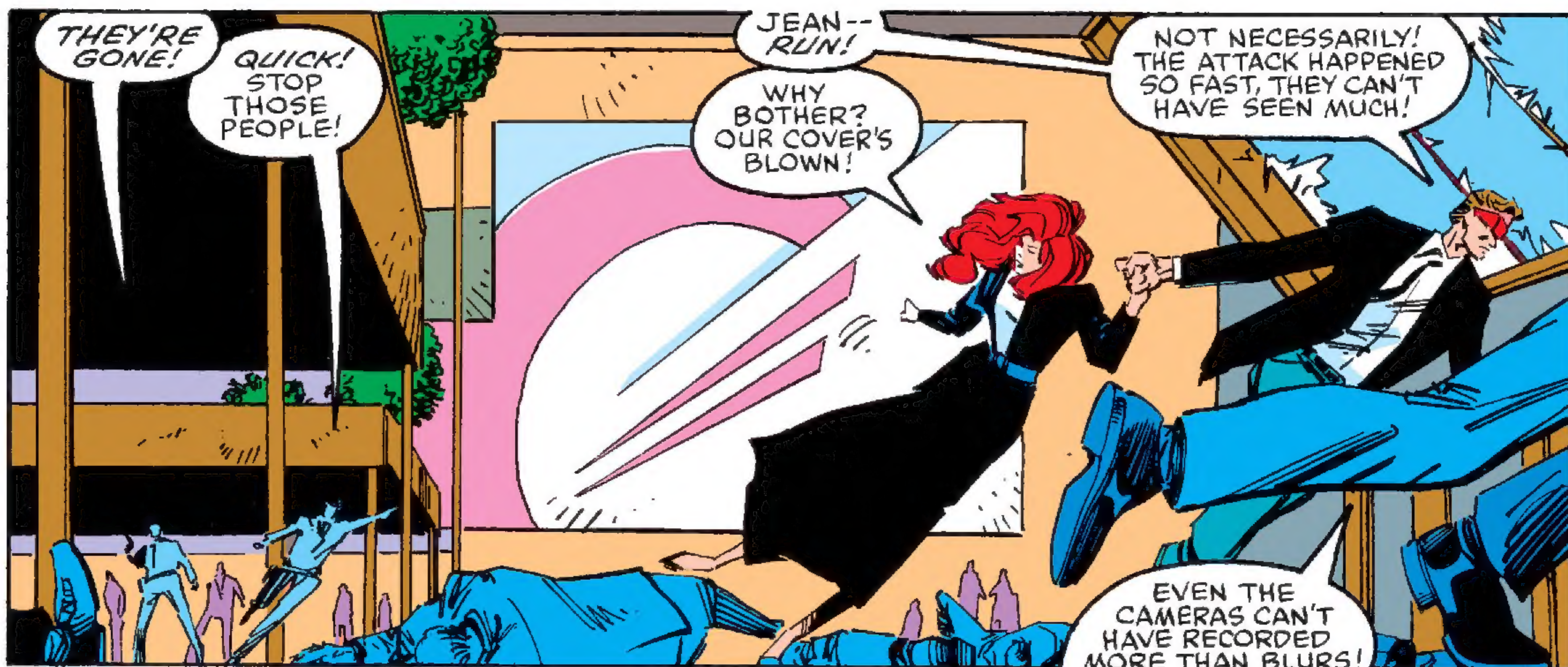
UH-OH!  
MOVE  
IT!

IT'S  
FALLING!  
RUN!











HIGH OVER MANHATTAN, THE  
FORTRESS OF APOCALYPSE  
FLOATS, SCREENED FROM BOTH  
HUMAN AND MECHANICAL  
SENSES...

...BUT WITH SENSORS OF ITS  
OWN, SO ACUTE, THAT, IN THE  
CITY FAR BELOW, VIRTUALLY  
NOTHING ESCAPES UNNOTICED...

MUTANTS LIVE AMONG  
US. NORMAL TO LOOK AT,  
SEEMINGLY INNOCENT.  
SEEMING HUMAN. BUT  
NOT HUMAN, AT ALL!

LOOK  
AROUND  
YOU. TRUST  
NO ONE.

NEITHER  
FRIEND NOR  
NEIGHBOR NOT  
BROTHER NOR  
TEACHER.

EXCELLENT! A HUMAN OF RARE CONVICTION! OF  
NARROW PASSIONS! OF POISONOUS *HATRED*! AN ADVER-  
SARY WORTHY TO TEST THE STRENGTH OF OUR KIND!

AND YOU,  
DEATH, ARE  
READY!

YOU HAVE BEEN  
GIVEN A PRECIOUS  
GIFT, MY FOURTH  
HORSEMAN! YOU  
HAVE BEEN GIVEN  
POWER.

YOU HAVE  
BUT TO  
LEARN TO  
USE IT!

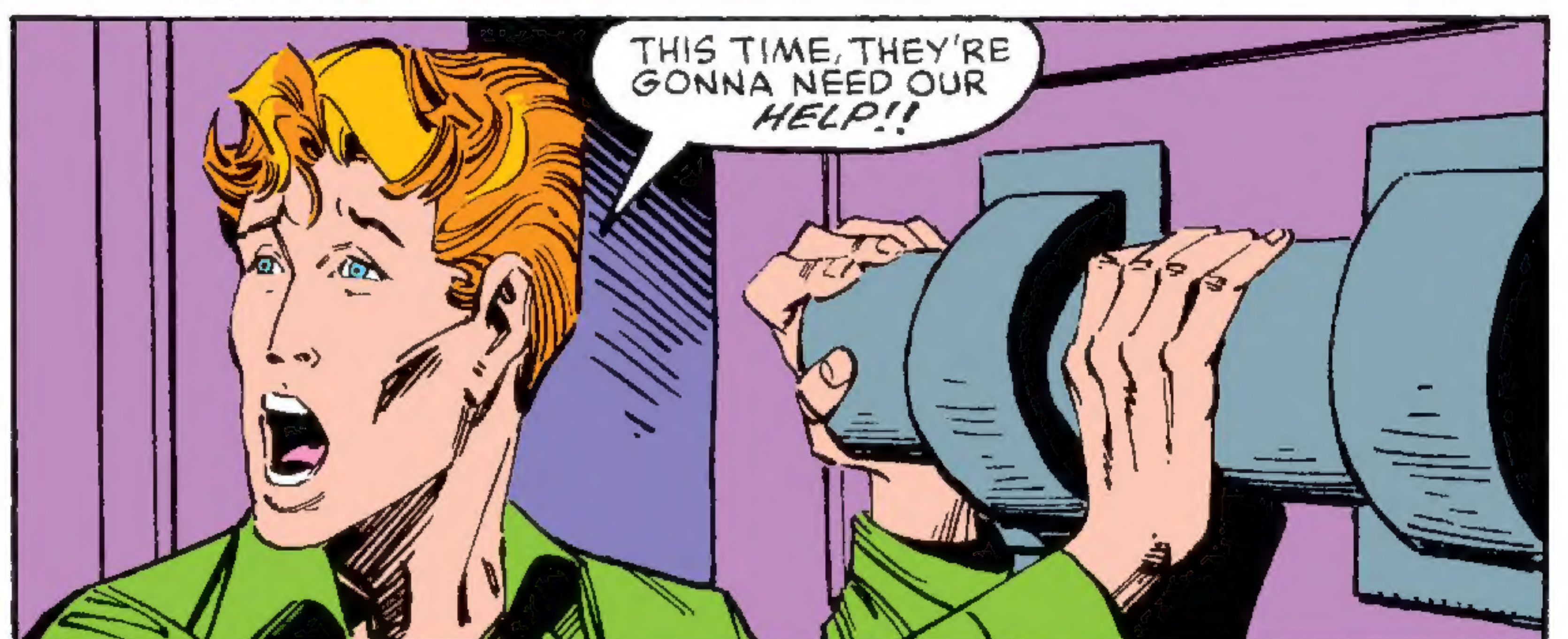
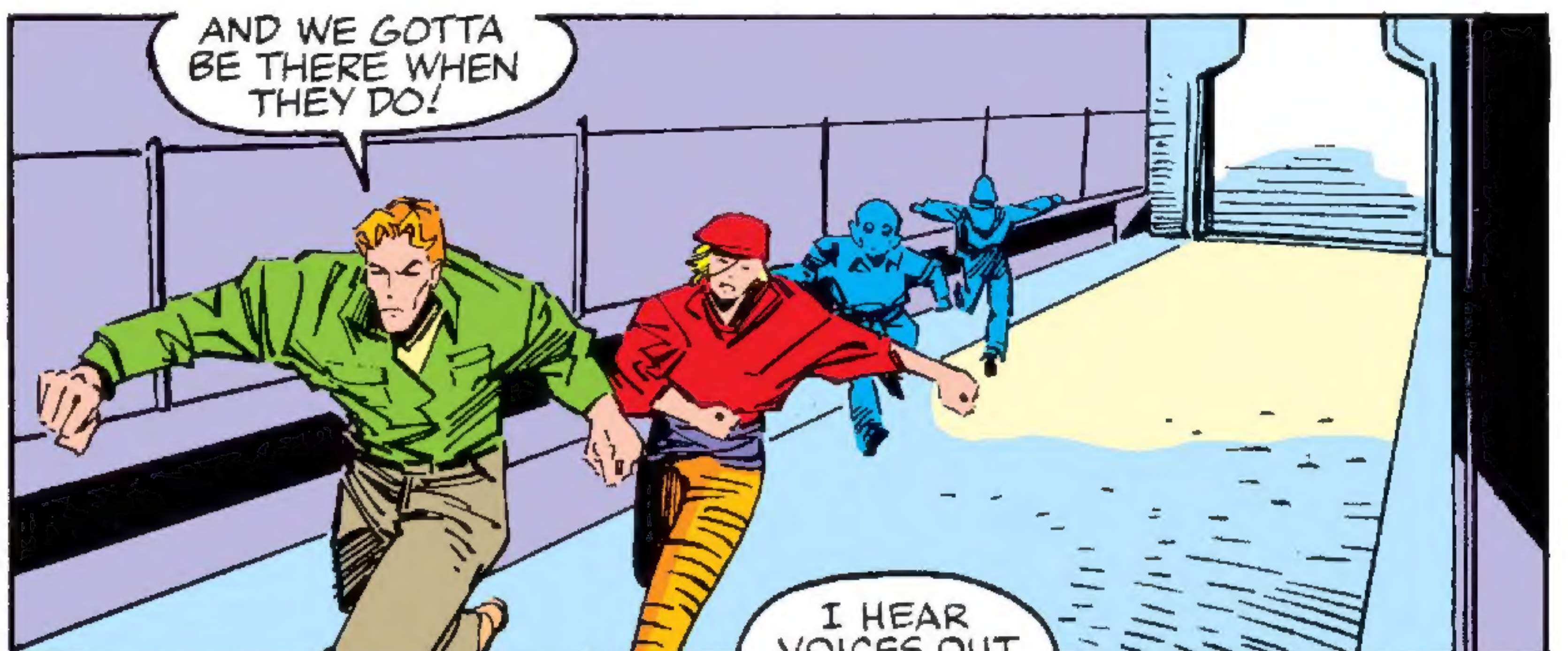
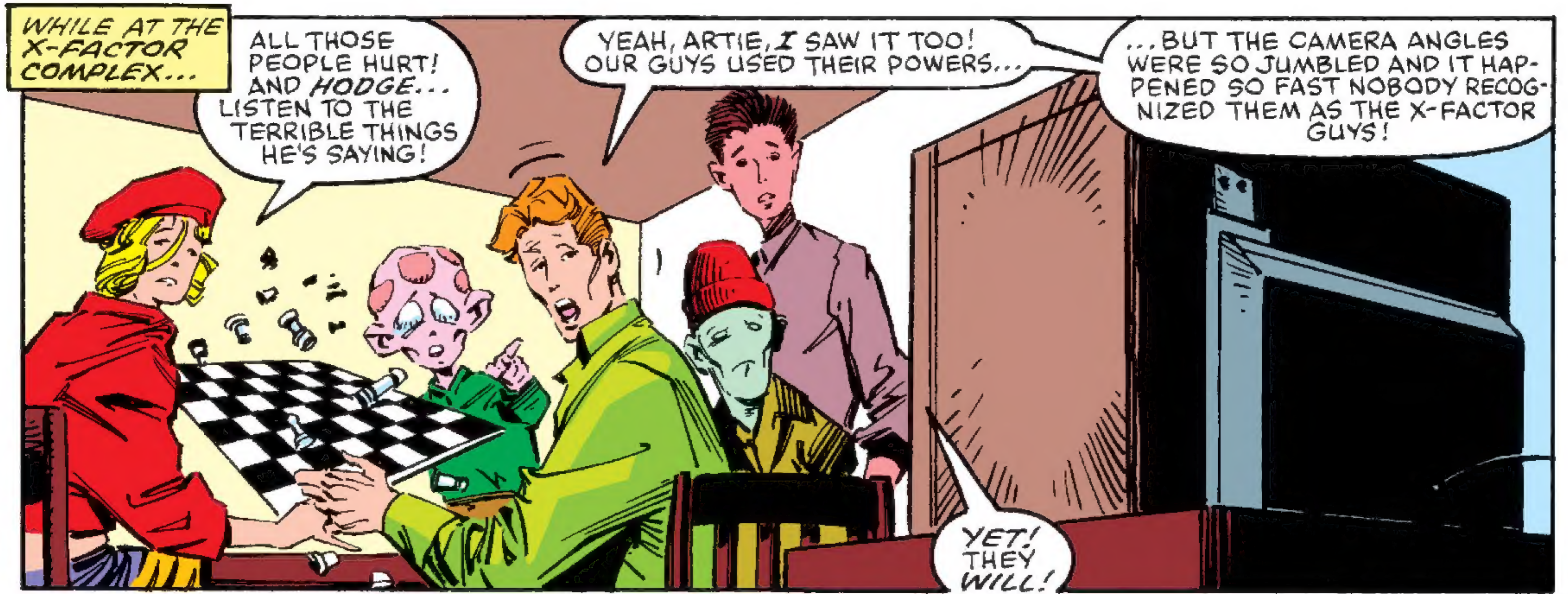
LOOK  
AROUND YOU.  
LOOK TO THE  
SKIES. FEAR  
EVERYONE, FOR  
NONE OF YOU  
IS SAFE.

ANYONE  
MAY TURN ON  
YOU! ATTACK--  
LIKE THIS.

ANYONE  
MAY BE A  
MUTANT!

HA! HA! HA! HA! HA!







**MUTANT  
SCUM--YOU  
ARE OURS!**

**NO!**

**NEXT  
ISSUE:**

**BOOM-BOOM RETURNS!  
THE RIGHT MAKE THEIR  
MOVE... AND X-FACTOR'S  
YOUNG CHARGES LEARN  
THE MEANING OF  
TERROR!**

**IF I SHOULD DIE...**

**NOT-  
TO BE  
MISSED!**